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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION**

RICK WOODS, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

v.

GOOGLE INC.,

Defendant.

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Case No. 5:11-cv-1263-EJD

**EXHIBIT A TO  
DISCOVERY DISPUTE JOINT  
REPORT # 2**

# **EXHIBIT A**

**KESSLER TOPAZ**

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

RICK WOODS, Individually and On Behalf  
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Plaintiff,

v.

GOOGLE INC.,

Defendant.

Case No. 11-cv-1263-EJD

**PLAINTIFF'S SECOND REQUEST  
FOR PRODUCTION OF DOCUMENTS**

PROPOUNDING PARTY:

PLAINTIFF RICK WOODS

RESPONDING PARTY:

GOOGLE INC.

SET NO.:

TWO (2)

1 Pursuant to Rule 34 of the Federal Rules of Civil Procedure and the Local Rules of the  
2 United States District Court of the Northern District of California, Plaintiff Rick Woods hereby  
3 requests that Google Inc. produce all original documents responsive to these requests, including  
4 all non-identical copies, within thirty days of service hereof, at the office of Nix, Patterson &  
5 Roach, LLP, located at 3600 N. Capital of Texas Highway, Building B, Suite 350, Austin, Texas  
6 78746, or at such other location as is mutually agreed upon by counsel.

7 Defendant shall produce all responsive documents and ESI in the manner agreed upon in  
8 the [Stipulated] Order re: Discovery of Electronically Stored Information for Standard Litigation.  
9 *See* Dkt. No. 118.

### 10 **DEFINITIONS**

11 Unless otherwise indicated, as used in these Requests, the following terms shall have the  
12 meanings ascribed to each:

- 13 1. “Ads” means advertisements submitted to Google by AdWords Advertisers.
- 14 2. “AdWords Advertisers” means persons who advertise or advertised through the  
15 AdWords Program.
- 16 3. “AdWords Help Center” means Google’s Internet website (currently located at  
17 “support.google.com/adwords”) and all corresponding webpages provided by Google to explain  
18 the AdWords Program, including all prior versions of the AdWords Help Center and all other  
19 similar or related websites provided by Google (including, without limitation, the “Ad Traffic  
20 Quality Resource Center” and the “AdWords Learning Center”).
- 21 4. “AdWords Program” or “AdWords” means Google’s AdWords online  
22 advertising program as defined in Exhibit A to the Complaint and any other similar or related  
23 online advertising program of Google.
- 24 5. “AdWords Website” means Google’s Internet website provided to AdWords  
25 Advertisers to administer their AdWords advertising and account, including administering  
26 settings and bids relating to their Ads.

1           6.       “Any” or “all” mean each and every.

2           7.       “ClickCostMultiplier” means any value and/or variable Google uses to calculate  
3 Smart Pricing Discounts. For example, this term includes the “click cost multipliers” or “CCM”  
4 described by Google’s expert, Dr. Randolph Bucklin, in paragraph 14 of GOOG00000108.

5           8.       “CanApplyClickCostMultiplier” means any value and/or variable Google uses to  
6 determine whether to apply a Smart Pricing Discount to particular clicks, Properties or Partners.  
7 For example, this term includes the “CanApplyClickCostMultiplier” described by Google’s  
8 expert, Dr. Randolph Bucklin, in footnote 26 of GOOG00000110.

9           9.       “Communications” means any exchange of information by any means of  
10 transmission, including, but not limited to, transcriptions, memoranda, intra-office  
11 communications, notes of face-to-face conversations, mail, electronic messages, telegrams,  
12 overnight deliveries, transcripts or notes of telephone, facsimiles, or telexes.

13          10.      The “Complaint” means the Second Amended Class Action Complaint filed by  
14 Plaintiff in this action on September 21, 2012 in the United States District Court for the Northern  
15 District of California, San Jose Division.

16          11.      “Conversion Score” means any value and/or variable Google uses to quantify the  
17 likelihood a click on an Ad originating from a particular Property or Partner will convert. For  
18 example, this term includes the “property conversion scores” and “pub scores” described by  
19 Google’s expert, Dr. Randolph Bucklin, in paragraph 14 of GOOG00000108.

20          12.      “Describe” means provide a complete explanation, including identification of any  
21 and all documents on which your description depends.

22          13.      “Display Network” means the portion of Google’s advertising network labeled as  
23 such in Exhibit I to the Complaint and includes the portion of Google’s advertising network  
24 previously referred to as the “Content Network” by Google. “Display Network” shall also have  
25 the meaning Google intended when it used the term in Paragraph 16 of its Answer (Dkt. No.  
26 123).

1           14.     “Document” is defined to be synonymous in meaning and equal in scope to the  
2 usage of this term in Federal Rule of Civil Procedure 34(a)(1)(A) and shall include every writing  
3 or record of every type and description in any form whatsoever and all other tangible objects.  
4 The term Document includes writings, drawings, graphs, charts, spreadsheets, photographs,  
5 communications, video and sound recordings, images, and other data or data compilations  
6 (electronic or otherwise) from which information can be obtained either directly or, if necessary,  
7 after translation by the producing party into a reasonably usable form. The term Document also  
8 includes electronically stored information (“ESI”) and transmission of ESI through Electronic  
9 Media. For illustrative purposes, examples of Documents include each of the following:  
10 memorandum, file, Communications, correspondence, study, report, working paper, record,  
11 recording, minutes, instruction, literature, notes, notebook, diary, calendar, data sheet, work  
12 sheet, summary, tabulation, calculation, index, picture, graphic matter, agreement, contract,  
13 arrangement, understanding, invoice, bill, web page, software, and algorithm. A draft or non-  
14 identical copy or version is a separate document within the meaning of this term. A Document  
15 shall be produced with any and all of the document’s associated metadata.

16           15.     “Electronic Media” means any magnetic, flash or other storage medium or media  
17 device used to record and/or store ESI. Electronic Media includes, but is not limited to, portable  
18 media, hard disks, floppy disks, hard drives, jump drives, thumb drives, memory sticks, flash  
19 media, CDs, DVDs, zip drives, personal digital assistance devices and handheld storage devices  
20 (e.g., Palm, Blackberry, iPhone or other “smart phones”), magnetic tapes of all types, intranet  
21 and Internet repositories of all types including websites, cloud or web storage, software code  
22 repositories (including code vaults or other source code storage systems), and any other vehicle  
23 for digital data storage, back-up and/or transmittal. Electronic media also includes, without  
24 limitation, memory and information storage systems associated with servers, computers,  
25 handheld storage devices, iPads, tablet computers, email systems (including those hosted by  
26 ISPs), voicemail systems, instant messaging systems, social networking systems, and fax servers.  
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1           16.     “Electronic messages” means electronic mail, text messages, instant messages,  
2 Internet messages, intranet messages, electronic bulletin board messages, blog entries, website  
3 postings of any nature, and all other methods by which messages may be transmitted by or  
4 through electronic sources.

5           17.     “Google,” “Defendant,” the “Company,” “You,” or “Your” means Google Inc.,  
6 and all subsidiaries, predecessors, parents, successors, and present and former divisions and  
7 affiliates; and each of their present or former agents, employees, directors, officers, or anyone  
8 acting or purporting to act on their behalf or under their control.

9           18.     “Identify” and “Identity,” when used in reference to a person, mean to give the  
10 person’s full name, present or last known address, present or last known email address(es),  
11 present or last known phone number and, when referring to a natural person, the present or last  
12 known employer or business affiliation.

13          19.     “Identify” and “Identity,” when used in reference to a document, mean to give the  
14 document’s author(s), recipient(s), title, date, type, general subject matter, current location or  
15 custodian and, if produced, bates number.

16          20.     “Identify” and “Identity,” when used in reference to a communication, mean to  
17 give the full name, last known address, last known phone number, employer or business  
18 affiliation of the parties to the communication, the form of the communication, the date of the  
19 communication, the subject of the communication, and the manner(s) in which the  
20 communication was/is recorded or memorialized.

21          21.     “Including” means “including without limitation” or “including, but not limited  
22 to.”

23          22.     “Location Targeting” means the functionality provided by Google for targeting  
24 Ads to locations as described by Google in Exhibit O to the Complaint and/or any such  
25 functionality provided by Google for the placement of Ads based on an AdWords Advertiser’s  
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1 selected geographic location. “Location Targeting” shall also have the meaning Google intended  
2 when it used the term in Paragraph 114 of its Answer (Dkt. No. 123).

3 23. “Location Targeting Data” means all data recorded and/or maintained by Google  
4 or at Google’s request concerning Location Targeting and, for each click on an Ad, shall include,  
5 without limitation, the complete uniform resource locator (URL) of the Property from which the  
6 click originated, the Partner owning and/or operating that Property, whether that Property was a  
7 Search Network or Display Network Property, the IP address of the person (Internet user)  
8 clicking the Ad, the physical location of the person (Internet user) clicking the Ad, whether the  
9 Ad was displayed based on the Internet user’s physical location or terms used in a search request  
10 (search intent), the search request used by the Internet user to cause the Ad’s impression, the  
11 identity of the AdWords Advertiser who paid for the click, the price the AdWords Advertiser  
12 paid for the click, the geographic origin of the click as determined by Google at the time of the  
13 click, the Location Targeting settings in effect for the AdWords Advertiser at the time of the  
14 click, and whether the click resulted in a conversion.

15 24. “Location Targeting Settings Screen” means the webpage or screen on the  
16 AdWords Website on which an AdWords Advertiser may set, edit, or modify its Location  
17 Targeting settings.

18 25. “Mobile Partners” means all Partners who display Ads that appear on mobile  
19 devices with full Internet browsers (as described in Exhibit L to the Complaint) and/or mobile  
20 apps (as described in Exhibit I to the Complaint).

21 26. “Or” or “And” should be construed as disjunctive and conjunctive to bring within  
22 the scope of these requests all documents which would otherwise be construed to be outside their  
23 scope.

24 27. “Partner” means a person or entity who owns or operates a Property.  
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1           28.    “Person(s)” means any natural person or any business, legal or governmental  
2 entity, or association and all of their officials, directors, officers, employees, representatives,  
3 attorneys, agents, and any other person acting on their behalf.

4           29.    “Plaintiff” means Plaintiff Rick Woods.

5           30.    “Property” means a webpage, website, domain, or property on which Google  
6 displays (or to which Google delivers) Ads including, without limitation, all webpages, websites,  
7 domains, or properties owned and/or operated by Google or on the “Google Network” as that  
8 term is used in Exhibit I to the Complaint.

9           31.    “Relating to,” “related to,” “relate(s) to,” “concerning,” and “concern” mean all  
10 things or documents that in any way discuss, constitute, concern, refer to, are connected with,  
11 arise from, reflect, assess, record, summarize, evaluate, or comment on the subject or object of  
12 the discovery request.

13           32.    “Search Network” means the portion of Google’s advertising network labeled as  
14 such in Exhibit I to the Complaint.

15           33.    “Smart Price” or “Smart Pricing” means Google’s pricing discount feature that  
16 automatically reduces the price an advertiser pays for a click based on the likelihood the click  
17 will convert. For example, this term includes the feature described as such by Google in Exhibits  
18 B–F attached to the Complaint. “Smart Price” or “Smart Pricing” shall also have the meaning  
19 Google intended when it used the term in Paragraphs 32 and 37 of its Answer (Dkt. No. 123).

20           34.    “Smart Pricing Data” means all data recorded or maintained by Google or at  
21 Google’s request concerning Smart Pricing, Smart Pricing Discounts, the amount of Smart  
22 Pricing Discounts, whether to apply a Smart Pricing Discount at any given time, how to apply  
23 Smart Pricing Discounts, and any information used by Google’s “proprietary algorithm”  
24 referenced in Paragraph 37 of its Answer (Dkt. No. 123). Without limiting the foregoing, this  
25 term also includes Conversion Scores, ClickCostMultipliers, and the  
26 CanApplyClickCostMultiplier variable.

1           35.     “Smart Pricing Discount” means the amount by which Google reduces the price  
2 of a click based on Smart Pricing. For example, this term includes any value resulting from the  
3 formulas for Smart Pricing described by Google’s expert, Dr. Randolph Bucklin, on  
4 GOOG00000163 and in footnote 14 of GOOG00000108. This term also includes any discount  
5 resulting from the use of the “proprietary algorithm” referenced in Paragraph 37 of Google’s  
6 Answer (Dkt. No. 123).

7           36.     “Special Partner” means any Partner owning and/or operating a Property to which  
8 Google delivers Ads and whose agreement with Google varies in any way from the standard  
9 AdSense Program Terms and Conditions, or who has been exempted, in whole or in part, from  
10 Smart Pricing for any Display Network click. Special Partners include, without limitation:  
11 IAC/InterActiveCorp.; InfoSpace Inc.; Value Click Inc.; Network Solutions LLC; Peeplo.com;  
12 Conduit; and Xacti.

13           37.     The present tense of any verb includes the simple past, past perfect, simple future,  
14 and future perfect tenses. For example, “use” includes “used,” “will use,” “had used,” and “will  
15 have used.”

16           38.     The use of any word includes the plural and vice versa and the use of the  
17 masculine gender shall include the feminine and neutral genders and vice versa.

18           39.     Unless a word or term has been given a specific definition herein, each word or  
19 term used herein shall be given its usual and customary dictionary definition, except where such  
20 words have a specific custom and usage definition in Google’s trade or industry, in which case  
21 they shall be interpreted in accordance with such usual custom and usage definition of which  
22 Google is aware.

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1. Your response to each Request for Production shall include all documents or things within Your custody, possession, or control or in the custody, possession, or control of Your directors, officers, partners, members, agents, employees, subsidiaries, managing agents, affiliates, investigators, representatives, or Your attorneys or their agents, employees, assignees, representatives, or investigators.

3. Documents shall be produced as they are kept in the ordinary course of business or organized and labeled to correspond to the categories of the particular document request for those documents that were created. Electronically stored information responsive to these Requests for Production shall be produced in the manner set forth in the [Stipulated] Order re: Discovery of Electronically Stored Information for Standard Litigation. *See* Dkt. No. 118.

5. All documents shall be produced in the file folder, envelope or other container in which the documents are kept or maintained. If, for any reason, the container cannot be produced, produce copies of all labels or other identifying marks.

7. Documents not otherwise responsive to these requests shall be produced if such documents mention, discuss, refer to, or explain the documents which are called for by this

1 discovery request, or if such documents are attached to documents called for by this discovery  
2 request and constitute routing slips, transmittal memoranda, letters, comments, evaluations, or  
3 similar material.

4 8. These Requests for Production are continuing within the meaning of FRCP 26.  
5 As a result, in the event that You locate additional responsive documents after furnishing Your  
6 responses to these Requests for Production, You are required to supplement Your responses to  
7 these Requests for Production.

8 9. If any document or a portion of any document is withheld from production on the  
9 ground that its production is privileged due to attorney-client privilege, work-product rule, or  
10 other legally recognized standard preventing its disclosure to a requesting party, that portion of  
11 the document need not be produced, but You shall state separately for each such document: (1)  
12 the legal and factual basis on which You claim protection against production; (2) the date of  
13 creation of the documents; (3) the nature of the document (e.g., letter, memorandum); (4) the full  
14 name, title, and employer of each author of each such document; (5) the full name, title, and  
15 employer of each addressee and named recipient of the document; (6) the full name, title, and  
16 employer of each person who to Your knowledge has seen the document; and (7) the general  
17 substance of the document.

18 10. Whenever a document is not produced in full or is produced in redacted form, so  
19 indicate on the document and state with particularity the reason or reasons it is not being  
20 produced in full.

21 11. If a document responsive to these requests was at any time in Your possession,  
22 custody or control but now is no longer available for production, identify such document or thing  
23 as completely as possible, including the following information: (1) an explanation of the type of  
24 document or thing it was; (2) whether the document is missing or lost; (3) whether it has been  
25 destroyed; (4) whether the document has been transferred or delivered to another person or entity  
26 and, if so, at whose request and who was it transferred to; (5) whether the document has been  
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1 otherwise disposed of; (6) a precise statement of the circumstances surrounding the disposition  
2 of the document and the date of the document's disposition, including when and why it was  
3 disposed of, discarded, or destroyed; (7) the identities of all persons who know or knew of its  
4 existence and contents; and (8) the identity of the person who lost, discarded, or destroyed it.

5 12. If You object to any of the definitions or instructions applicable to these requests,  
6 state Your objection in Your response and clearly indicate whether you are complying with the  
7 definition or instruction notwithstanding Your objection.

8 13. If You object to answering any of these requests, or withhold documents from  
9 production in response to any request, in whole or in part, state (1) Your objections and/or  
10 reasons for not responding, (2) state all factual and legal justifications that You believe support  
11 Your objection or failure to answer or produce, and (3) whether You are complying with the  
12 request notwithstanding Your objection.

13 14. If You object to answering only part of a request, specify the part to which You  
14 object and respond to the remainder.

15 15. If You object to any request on the ground of overbreadth, You are instructed to  
16 respond to the request as narrowed to conform to your objection.

17 16. In no event should any response be left blank. If the response to any request is,  
18 for example, "none" or "not applicable," such statement should be written as a response.

19 17. If You encounter any ambiguity in construing a request, or the definition or  
20 instruction relevant to the request, set forth the matter deemed "ambiguous" and set forth the  
21 construction chosen or used in responding.

22 18. If you do not possess one or more of the requested documents, You should so  
23 state and describe all Your efforts to search for the documents necessary to respond to the  
24 request.

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**REQUESTS FOR PRODUCTION OF DOCUMENTS**

**REQUEST FOR PRODUCTION NO. 1:** All Documents in the possession, custody, or control of all individuals identified in Google’s Rule 26(a)(1) Initial Disclosures concerning the subject matters of relevant testimony listed for each individual.

**REQUEST FOR PRODUCTION NO. 2:** All Documents referenced or identified in Google's Rule 26(a)(1) Initial Disclosures.

**REQUEST FOR PRODUCTION NO. 3:** All Documents concerning the composition, definition, description, characterization, and/or classification of the Display Network including, without limitation, Documents sufficient to identify all Properties belonging to the Display Network.

**REQUEST FOR PRODUCTION NO. 4:** All versions of the website (and associated webpages) located at [www.google.com/ads/displaynetwork](http://www.google.com/ads/displaynetwork).

**REQUEST FOR PRODUCTION NO. 5:** All Documents concerning the composition, definition, description, characterization, and/or classification of the Search Network, including, without limitation, Documents sufficient to identify all Properties belonging to the Search Network.

**REQUEST FOR PRODUCTION NO. 6:** All Documents concerning the definitions of, and/or distinctions between, any category of Ads displayed on Properties owned and/or operated by Mobile Partners including, without limitation: Ads displayed on applications on mobile devices

1 (as described in Exhibit J to the Complaint); Ads displayed on mobile devices with full Internet  
2 browsers (as described in Exhibit L to the Complaint); and WAP mobile ads (as described in  
3 Exhibit L to the Complaint).

4 **REQUEST FOR PRODUCTION NO. 7:** All Documents concerning Smart Pricing, Smart  
5 Pricing Discounts, and Smart Pricing Data. For example, this Request includes Documents  
6 concerning: the purpose of Smart Pricing; the function (including source code) of Smart Pricing;  
7 and Google’s method(s) for determining, calculating, and/or recording Smart Pricing Discounts  
8 and Smart Pricing Data.

9 **REQUEST FOR PRODUCTION NO. 8:** All Documents concerning the “proprietary  
10 algorithm” referenced by Google in Paragraph 37 of its Answer, including the “proprietary  
11 algorithm” itself.

12 **REQUEST FOR PRODUCTION NO. 9:** All Documents concerning the purposes and/or  
13 roles of ClickCostMultipliers, the CanApplyClickCostMultiplier, and Conversion Scores.

14 **REQUEST FOR PRODUCTION NO. 10:** All Documents concerning any studies, reports,  
15 and/or analyses related to Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

16 **REQUEST FOR PRODUCTION NO. 11:** All Documents concerning Communications related  
17 to Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data. For example, this Request  
18 includes Communications concerning: the purpose of Smart Pricing; the application of Smart  
19 Pricing Discounts to clicks from particular Properties, Partners, and/or categories of Properties;  
20 and Google’s method(s) for determining, calculating, and/or recording Smart Pricing Discounts  
21 and Smart Pricing Data.

22 **REQUEST FOR PRODUCTION NO. 12:** All Documents concerning Google’s policies,  
23 practices, decisions, guidelines, procedures, or standards regarding the application of Smart  
24 Pricing and/or Smart Pricing Discounts to clicks on Ads. For example, this Request includes  
25 Google’s methods for determining: whether to apply a Smart Pricing Discount to a particular  
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click, Partner, and/or Property; and Google’s method(s) for determining and/or calculating Smart Pricing Discounts and Smart Pricing Data.

**REQUEST FOR PRODUCTION NO. 13:** All Documents concerning Smart Pricing published by Google including, without limitation, Documents published on the AdWords Help Center, the AdWords Website, and any Documents linked thereto.

**REQUEST FOR PRODUCTION NO. 14:** All Documents concerning Communications related to the Documents requested in Request for Production No. 13

**REQUEST FOR PRODUCTION NO. 15:** All Documents reflecting, discussing, describing, and/or referencing in any manner Google’s “measurements for the applicable Program” as that phrase is used in paragraph 7 of Exhibit A to the Complaint.

**REQUEST FOR PRODUCTION NO. 16:** All drafts of Exhibits B–G, I–J, and L, all Communications concerning Exhibits B–G, I–J, and L, and all versions of Exhibits B–G, I–J, and L published by Google.

**REQUEST FOR PRODUCTION NO. 17:** All Documents concerning all agreements with Special Partners related to delivering Ads for display on Properties owned and/or operated by Special Partners.

**REQUEST FOR PRODUCTION NO. 18:** All Documents concerning Google’s Communications with Special Partners related to Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

**REQUEST FOR PRODUCTION NO. 19:** All Documents concerning all agreements with Mobile Partners related to delivering Ads for display on Properties owned and/or operated by Mobile Partners.

**REQUEST FOR PRODUCTION NO. 20:** All Documents concerning Google’s Communications with Mobile Partners related to Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.



1 **REQUEST FOR PRODUCTION NO. 21:** All Documents concerning Google's  
2 Communications with Partners (other than Mobile Partners and Special Partners) related to  
3 Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

4 **REQUEST FOR PRODUCTION NO. 22:** All Documents identifying all Smart Pricing Data  
5 associated with every Property in the Display Network.

6 **REQUEST FOR PRODUCTION NO. 23:** All Documents identifying all clicks where Google  
7 did not apply a Smart Pricing Discount for any reason including, without limitation, Documents  
8 identifying: all Smart Pricing Data for each click; the AdWords Advertiser who paid for each  
9 click; the AdWords Advertiser's bid amount for the click; the price the AdWords Advertiser paid  
10 for the click; the complete uniform resource locator (URL) of the Property from which the click  
11 originated; the Partner owning and/or operating that Property; whether that Property was a  
12 Search Network or a Display Network Property; and whether the click resulted in a conversion.

13 **REQUEST FOR PRODUCTION NO. 24:** All Documents identifying Properties, which have  
14 or have had the value "False" (or any other value indicating a Smart Pricing Discount shall not  
15 apply) for the CanApplyClickCostMultiplier including, without limitation, Documents  
16 identifying: all Smart Pricing Data for any click occurring while such variable equaled "False"  
17 (or any other value indicating a Smart Pricing Discount shall not apply); whether that Property  
18 has ever had the value "True" (or any other value indicating a Smart Pricing Discount shall  
19 apply) for the CanApplyClickCostMultiplier variable; the period of time, if any, for which the  
20 CanApplyClickCostMultiplier variable equaled True or False, respectively; the complete  
21 uniform resource locator (URL) of the Property from which the click originated; the Partner  
22 owning and/or operating that Property; and whether that Property was a Search Network or  
23 Display Network Property.

24 **REQUEST FOR PRODUCTION NO. 25:** All Documents identifying all AdWords  
25 Advertisers who paid for a click on the Display Network where Google did not apply a Smart  
26 Pricing Discount for any reason including, without limitation, Documents identifying: the  
27

1 number of clicks each such advertiser paid for where Google did not apply a Smart Pricing  
2 Discount; the amount spent by each advertiser on each such click; and the Smart Pricing  
3 Discount, Conversion Score, and ClickCostMultiplier that would have applied at the time of each  
4 click.

5 **REQUEST FOR PRODUCTION NO. 26:** All Documents concerning the fees, revenues and/or  
6 other amounts charged and earned, if different, by Google for clicks originating from the Display  
7 Network for which no Smart Pricing Discount was applied.

8 **REQUEST FOR PRODUCTION NO. 27:** All Documents concerning the fees, revenues and/or  
9 other amounts charged and earned, if different, by Google for clicks originating from the Display  
10 Network for which the CanApplyClickCostMultiplier variable equaled “False”.

11 **REQUEST FOR PRODUCTION NO. 28:** All Documents concerning the fees, revenues and/or  
12 other amounts charged and earned by Google for clicks originating from Properties on the  
13 Display Network owned and/or operated by Mobile Partners.

14 **REQUEST FOR PRODUCTION NO. 29:** All Documents concerning the fees, revenues and/or  
15 other amounts charged and earned by Google for clicks originating from Properties on the  
16 Display Network owned and/or operated by Special Partners.

17 **REQUEST FOR PRODUCTION NO. 30:** All Documents and/or correspondence between  
18 Google and AdWords Advertisers concerning Smart Pricing, including, without limitation,  
19 documents concerning refunds demanded by AdWords Advertisers related to Smart Pricing  
20 and/or complaints related to Smart Pricing.

21 **REQUEST FOR PRODUCTION NO. 31:** All Documents produced by Google in connection  
22 with the *In re Google AdWords Litigation*, No. 5:08-CV-3369-EJD, in the Northern District of  
23 California concerning Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

24 **REQUEST FOR PRODUCTION NO. 32:** All Documents relied upon and/or cited by Dr.  
25 Randolph Bucklin in preparation of GOOG00000101 – 165 and GOOG00000166 – 260,  
26  
27  
28

1 including, without limitation, the deposition transcripts of Courtney Bowman and Hal Varian  
2 referenced by Dr. Bucklin.

3 **REQUEST FOR PRODUCTION NO. 33:** Un-redacted copies of all Documents (including any  
4 exhibits or attachments) filed in the *In re Google AdWords Litigation*, No. 5:08-CV-3369-EJD,  
5 in the Northern District of California.

6 **REQUEST FOR PRODUCTION NO. 34:** All Documents concerning the “go/ip-history”  
7 database referred to in GOOG00004720, including, without limitation, such database.

8 **REQUEST FOR PRODUCTION NO. 35:** All Documents concerning the “Location Extraction  
9 Server (LES)” database referred to in GOOG00004722, including, without limitation, such  
10 database.

11 **REQUEST FOR PRODUCTION NO. 36:** All Documents concerning all clicks identified by  
12 Plaintiff in paragraph 120 of the Complaint in possession of the “IPGeo team” as that term is  
13 used in GOOG00004720.

14 **REQUEST FOR PRODUCTION NO. 37:** All Documents identifying all clicks originating  
15 from a physical location outside the location selected by the AdWords Advertiser on the  
16 Location Targeting Settings Screen at the time of the click and all Location Targeting Data for  
17 each such click.

18  
19 DATED: May 6, 2013

Respectfully submitted,

20 /s/ Andrew G. Pate

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## CERTIFICATE OF SERVICE

I hereby certify that on May 6, 2013, a true and correct copy of the foregoing document was served via electronic mail and first class mail upon all counsel of record.

---

/s/ *Andrew G. Pate*

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8 *Attorneys for Defendant Google Inc.*

9 UNITED STATES DISTRICT COURT  
10 NORTHERN DISTRICT OF CALIFORNIA  
11 SAN JOSE DIVISION

12 RICKS WOODS, Individually and On Behalf  
13 of All Others Similarly Situated,

14 Plaintiff,

15 v.

16 GOOGLE INC.,

17 Defendant.  
18

Case No. 11-cv-1263-EJD

**GOOGLE INC.'S OBJECTIONS AND  
RESPONSES TO PLAINTIFF'S  
SECOND SET OF REQUESTS FOR  
PRODUCTION OF DOCUMENTS**

19 Pursuant to Federal Rules of Civil Procedure 26 and 34, Defendant Google Inc.  
20 ("Google"), by and through its counsel of record, hereby objects and responds to Plaintiffs'  
21 Second Set of Requests for Production of Documents ("Requests") as follows.

22 **GENERAL STATEMENTS AND OBJECTIONS**

23 1. Google objects to the Instructions, Definitions, and Requests to the extent that  
24 they seek to impose on Google any obligations exceeding or differing from the requirements of  
25 the Federal Rules of Civil Procedure, the Local Rules and any orders of the presiding Court, or  
26 other applicable law. Google will comply with its obligations under the Rules and the law,  
27 which Plaintiffs have no authority to increase or alter.  
28

1           2.       Google objects to the Instructions, Definitions, and Requests to the extent that  
2 they seek information that was prepared in anticipation of litigation, constitute attorney work  
3 product, disclose mental impressions, conclusions, opinions or legal theories of any attorney for  
4 or other representative of Google, contain privileged attorney-client communications, or are  
5 otherwise protected from disclosure by any other privileges, laws, or rules. Google shall not  
6 produce such material in response to Plaintiffs' Requests. Any disclosure of such protected or  
7 privileged information is inadvertent and shall not be construed as a waiver of any applicable  
8 privileges or protections. Google reserves the right to correct the record with regard to any such  
9 inadvertent disclosure. Communications between and among Google's in-house counsel and  
10 outside attorneys, and between Google and its counsel, related to the instant litigation or any  
11 government investigation, are clearly subject to attorney-client privilege and/or the work product  
12 doctrine and not responsive to discovery regarding the claims at issue, and therefore will not be  
13 disclosed on any privilege log. To the extent that Google withholds documents it understands to  
14 be responsive to a particular request on the basis of this General Objection 2, it will do so based  
15 only on its specific objections to that particular request.

16           3.       Google further objects to these Requests to the extent they seek information  
17 regarding Google's activities or employees located outside of the United States as overbroad,  
18 unduly burdensome and outside the scope of information reasonably calculated to lead to the  
19 discovery of admissible evidence.

20           4.       Google further objects to the extent the Requests seek a complete and exhaustive  
21 response or explanation regarding any issue in this litigation, before discovery has been  
22 completed. Any response Google makes to any proper discovery requests by Plaintiffs will  
23 remain at all times subject to additional or different information that discovery or further  
24 investigation, analysis, or recollection may disclose. Accordingly, Google will at all times  
25 reserve the right to amend or supplement its objections and responses.

26           5.       Google reserves the right to make any use of, or to introduce at any hearing or  
27 trial, information that is responsive to Plaintiffs' requests, but reviewed, discovered, or  
28 discovered to be relevant subsequent to Google's responses herein.

1           6.     Google reserves the right to object on any ground at any time to such other or  
2 supplemental discovery requests as Plaintiffs may propound involving or relating to the same  
3 subject matter of these Requests.

4           7.     The responses below shall not be construed as an admission as to the relevance or  
5 admissibility of any statement or characterization contained in any request. Google reserves all  
6 objections, including without limitation objections as to competency, relevance, materiality,  
7 privilege, authenticity, or admissibility.

8           8.     The responses below shall not be construed as an admission of or agreement with  
9 any implication, statement, characterization or conclusions implied or stated in any instruction,  
10 definition, or request.

11          9.     The term “will produce” as used in these responses means that, subject to the  
12 general and specific objections set forth herein, Google will produce documents of the types or  
13 categories described to the extent that such documents exist and are within Google’s possession,  
14 custody and/or control. Google’s statement that it “will produce” documents, or other response  
15 to the Requests below, should not be construed as a statement or concession that responsive  
16 documents in fact exist.

17          10.    To the extent that pleadings and/or papers filed or served in this action are  
18 responsive to these Requests and without waiving the right to rely on any such documents for  
19 any purposes in this action, Google will not separately produce pleadings and/or papers filed or  
20 served in this action in response to discovery requests.

21          11.    Google reserves all of its rights under the Federal Rules of Civil Procedure, and  
22 any other applicable law or court rule. Google further reserves the right to make future motions  
23 and objections relating to the Requests at any subsequent stage of this action, including, but not  
24 limited to, the right to object to the use of any responses, or the subject matter thereof, on any  
25 ground (including materiality and relevance) in any proceeding in any action. Google’s  
26 responses are made based on its understanding and interpretation of each request. Google  
27 reserves the right to supplement or amend its objections and responses should Plaintiffs  
28



1 subsequently put forth an interpretation of any request that differs from that being used by  
2 Google for these responses.

3 12. Google's written responses and document productions will be made pursuant to  
4 the terms of the Protective Order entered in this matter. Google's decision, now or in the future,  
5 to provide materials in response to the Requests is not and should not be construed as (a) a  
6 waiver of Google's general objections or the objections asserted in response to specific Requests,  
7 (b) a stipulation that the material is relevant, properly requested, admissible at trial, or that  
8 responsive documents exist, or (c) an agreement that requests for similar information will be  
9 treated in a similar manner.

10 13. Google has not completed (a) its investigation of the facts relating to this case, (b)  
11 its discovery in this action, or (c) its preparation for trial. Thus, the following responses are  
12 based upon the information known at this time and are given without prejudice to Google's right  
13 to supplement its responses with any subsequently discovered or inadvertently omitted  
14 information. These responses do not preclude Google from later relying on facts or documents  
15 discovered or generated pursuant to further investigation or discovery which may be conducted  
16 after the date of these responses.

17 14. Google objects to the Instructions, Definitions, and Requests to the extent that  
18 they seek documents constituting or containing confidential or proprietary information, trade  
19 secrets, intellectual property, or commercially sensitive information. To the extent that any such  
20 documents may be produced, the production will occur only pursuant to the Protective Order  
21 entered in this matter and only to the extent Google can do so consistent with its legal,  
22 contractual and other confidentiality obligations.

23 15. Google objects to the Instructions, Definitions, and Requests to the extent that  
24 they seek information protected from discovery by any right to privacy or any other applicable  
25 privilege, including the right to privacy of third parties, or by Google's obligations under  
26 applicable law to protect such confidential information. To the extent that any such documents  
27 may be produced, the production will occur only pursuant to the Protective Order entered in this  
28

1 matter and only to the extent Google can do so consistent with its legal and confidentiality  
2 obligations.

3 16. Google objects to the Instructions, Definitions, and Requests to the extent they  
4 seek documents constituting or containing information protected from disclosure by any statute,  
5 rule, or regulation. Google will provide such material in response only to the extent it can do so  
6 consistent with its legal obligations.

7 17. Google objects to the Instructions, Definitions, and Requests to the extent that  
8 they seek documents or information (1) not currently in Google's possession, custody, or control,  
9 or (2) that Google cannot locate after a reasonably diligent search. Google also objects to the  
10 Instructions, Definitions, and Requests to the extent they seek in any other way to subject Google  
11 to unreasonable and undue annoyance, oppression, burden, and expense; and/or seek to impose  
12 upon Google an obligation to investigate or discover information or materials from sources  
13 equally accessible to Plaintiffs.

14 18. Google objects to the Instructions, Definitions, and Requests to the extent they  
15 seek information readily available through public sources or records, on the grounds that such  
16 Requests unreasonably subject Google to undue burden and expense.

17 19. Google objects to the Instructions, Definitions, and Requests as overbroad, unduly  
18 burdensome, cumulative and duplicative to the extent that they seek the production of "all" and  
19 "any" documents of a specified type or nature. Google also objects to the Instructions,  
20 Definitions, and Requests as overbroad, vague and ambiguous, and not reasonably calculated to  
21 lead to the discovery of admissible evidence, to the extent that they seek information regarding  
22 "any" or "all" persons, entities, objects or events.

23 20. Google objects to the Instructions, Definitions, and Requests to the extent they  
24 require Google to provide Plaintiffs with direct access to Google's computer systems or  
25 hardware.

26 21. Google objects to the Instructions, Definitions, and Requests to the extent that  
27 they seek to restrict the facts, witnesses, and evidence on which Google may rely on at trial. By  
28 responding and objecting to these Requests, Google does not intend to, and does not, limit the

1 evidence on which it may rely to support its contentions and defenses at trial, or to rebut or  
2 impeach contentions, assertions, and evidence presented by Plaintiffs. Furthermore, Google  
3 reserves the right to supplement or amend its responses and objections.

4 22. Google objects to each Request to the extent that it calls for a legal conclusion.

5 23. Google objects to the Definitions and Instructions to the extent they purport to  
6 enlarge, expand, or alter in any way the plain meaning and scope of any specific term or specific  
7 Request on the ground that such enlargement, expansion, or alteration renders the term or  
8 Request vague, ambiguous, unintelligible, overbroad, unduly burdensome, and/or uncertain.

9 24. Google objects to Definition #9, and to the term “Communications,” on the  
10 grounds that the definition is overbroad, vague and ambiguous.

11 25. Google objects to Definition #14, and to the terms “Document,” “copies” and  
12 “drafts” used in that definition on the grounds that the definition is overbroad, vague and  
13 ambiguous and to the extent it extends beyond the meaning of that term as used in Rule 34 of the  
14 Federal Rules of Civil Procedure. Google reserves all rights to assert further objections to this  
15 definition and the scope of Plaintiffs’ Requests.

16 26. Google objects to Definition #15 and to the term “Electronic Media,” on the  
17 grounds that the definition is overbroad, vague and ambiguous and to the extent it extends  
18 beyond the meaning of that term as used in Rule 34 of the Federal Rules of Civil Procedure.  
19 Google further objects to the Instructions, Definitions, and Requests to the extent they seek  
20 electronically stored information that is not reasonably accessible by Google because of undue  
21 burden or cost. Google will provide responsive ESI pursuant to the terms of the Stipulation  
22 Regarding Production Format of Electronically Stored Information (“Format Stipulation”) in this  
23 Action and any additional agreements regarding the scope of preservation and collection of ESI  
24 that may be agreed upon by the parties in this matter.

25 27. Google objects to Definitions #15 and 16 and to the terms “Electronic Media” and  
26 “Electronic messages” used in those definitions to the extent that they purport to seek  
27 electronically stored information from sources that are not reasonably accessible because of  
28 undue burden or cost, including, without limitation:

- 1 (a) Voicemail messages;
- 2 (b) Instant messages;
- 3 (c) Random access memory;
- 4 (d) Floppy disks;
- 5 (e) Zip disks;
- 6 (f) Bernoulli disks;
- 7 (g) Magnetic tape;
- 8 (h) Video and sound recordings, including, without limitation, .wmv, .mpg, .mp3 and
- 9 .wav files;
- 10 (i) Information stored in unallocated space in file systems on magnetic media;
- 11 (j) Information from handsets, mobile devices, and tablets;
- 12 (k) Instant messaging communications;
- 13 (l) Information stored on third-party social networking platforms;
- 14 (m) Dynamic fields of databases or log files that are not retained in the usual course of
- 15 business;
- 16 (n) Drafts of documents and/or email messages generated by automated processes
- 17 (“auto-saves”);
- 18 (o) Backup systems;
- 19 (p) Legacy systems; and
- 20 (q) Information created or copied during the routine, good-faith performance of
- 21 processes for the deployment, maintenance, retirement, and disposition of
- 22 computer equipment.

23 28. Google objects to the Definition #17 and to the terms “subsidiary” and “affiliate,”  
24 used in that definition on the ground that the definition is overbroad, vague and ambiguous and  
25 to the extent it seeks information that is not currently in the possession, custody, or control of  
26 Google and/or not reasonably calculated to lead to the discovery of admissible evidence.

27 29. Google objects to Definition #17, and to the terms “You” and “Your” used in that  
28 definition to the extent the definition improperly expands the scope of discovery by seeking

1 information and documents that are not currently in the possession, custody, or control of  
2 Google. Google interprets “You” and “Your” to mean Google Inc., and responds on behalf of  
3 itself and no other person or entity. Google also objects to this definition to the extent it purports  
4 to include Google’s outside counsel or any third parties, and to the extent the definition purports  
5 to include “agents,” “employees,” or “anyone acting or purporting to act on their behalf or under  
6 their control,” because those terms are vague, ambiguous and overbroad. Google’s responses are  
7 limited to current and former employees of Google, Inc.

8 30. Google objects to these Requests to the extent they seek information and  
9 documents without defining a relevant time period as overbroad as to time, unduly burdensome  
10 and not reasonably calculated to lead to the discovery of admissible evidence. Google will limit  
11 its responses to the time period of April 1, 2004 to March 15, 2011.

12 31. Google objects to Instruction #1 and to these Requests to the extent they seek “all  
13 documents” related to particular subject matter to the extent that this renders them overbroad,  
14 unduly burdensome and not reasonably calculated to lead to the discovery of admissible  
15 evidence. Google will interpret Requests seeking “all documents” or “any documents” as  
16 seeking those documents and that information that Google is able to locate using reasonable  
17 diligence and judgment and without incurring undue burden and expense.

18 32. Google objects to Instruction #9 and the Plaintiff’s description of the “Relevant  
19 Period” to the extent they are overbroad as to time, unduly burdensome and not reasonably  
20 calculated to lead to the discovery of admissible evidence. Google will limit its responses to the  
21 time period of April 1, 2004 to April 9, 2013.

22 33. Google objects to Instructions #9 and 10 because they are unduly burdensome to  
23 the extent they purport to impose duties on Google that exceed the requirements set forth in Rule  
24 26 of the Federal Rules of Civil Procedure; to the extent they request information beyond that  
25 necessary to establish Google’s claim of privilege; and to the extent they request information  
26 protected by the attorney-client privilege, the work product doctrine, or any other applicable  
27 privilege or doctrine.

28

1           34. Google objects to Instruction #11 as overbroad and unduly burdensome, as not  
2 reasonably calculated to lead to the discovery of admissible evidence, and as seeking to impose  
3 obligations beyond those established by the Federal Rules of Civil Procedure.

4           35. Google further objects to these Requests on the grounds that they are overbroad,  
5 and seek information that is neither relevant to any party's claim or defense in this litigation, nor  
6 reasonably calculated to lead to the discovery of admissible evidence. To be discoverable,  
7 information must be "relevant to any party's claim or defense" and at least "reasonably  
8 calculated to lead to the discovery of admissible evidence." Fed. R. Civ. P. 26(b)(1).

9           The objections above are incorporated by reference as though fully set forth in each  
10 response below. Without waiving any of the foregoing objections, Google responds as follows:

11                               **SPECIFIC OBJECTIONS AND RESPONSES**

12           **REQUEST NO. 1:**

13           All Documents in the possession, custody, or control of all individuals identified in  
14 Google's Rule 26(a)(1) Initial Disclosures concerning the subject matters of relevant testimony  
15 listed for each individual.

16           **RESPONSE TO REQUEST NO. 1:** Google incorporates by reference its general statements  
17 stated above and makes the following specific objections to this Request. Google objects to this  
18 Request to the extent it seeks information protected by the attorney-client privilege and/or work  
19 product doctrine, protected as confidential settlement communications, or otherwise protected  
20 from disclosure by any other privileges, laws, or rules. Google further objects to the extent that  
21 this Request seeks "all documents" on the grounds that it therefore (a) is overly broad, unduly  
22 burdensome, ambiguous, and vague, (b) seeks information neither relevant to any claim or  
23 defense, of any party in this action nor reasonably calculated to lead to the discovery of  
24 admissible evidence, and (c) fails to describe with reasonable particularity each item or category  
25 of items to be inspected and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google  
26 interprets the phrase "all documents" or phrases of similar import to mean those documents and  
27 that information that Google is able to locate using reasonable diligence and judgment and  
28 without incurring undue burden and expense. Google further objects to this Request to the extent

1 it seeks information protected from discovery by any right to privacy or any other applicable  
2 privilege, including the right to privacy of third parties, or by Google's obligations under  
3 applicable law or pursuant to contract to protect such confidential information.

4 Subject to the foregoing objections, and without waiving them, Google will produce  
5 nonprivileged documents in its possession, custody, or control that may be identified after a  
6 reasonable search and diligent inquiry in reasonably accessible sources of information, that are in  
7 the possession, custody, or control of the individuals identified in Google's Rule 26(a)(1) Initial  
8 Disclosures, as amended, concerning the subject matters of relevant testimony listed for each  
9 individual, to the extent that such documents exist in reasonably accessible sources.

10 **REQUEST NO. 2:**

11 All Documents referenced or identified in Google's Rule 26(a)(1) Initial Disclosures.

12 **RESPONSE TO REQUEST NO. 2:**

13 Google incorporates by reference its general statements made above and makes the  
14 following specific objections to this Request. Google objects to this Request to the extent it  
15 seeks information protected by the attorney-client privilege and/or work product doctrine,  
16 protected as confidential settlement communications, or otherwise protected from disclosure by  
17 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
18 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
19 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
20 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
21 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
22 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
23 documents" or phrases of similar import to mean those documents and that information that  
24 Google is able to locate using reasonable diligence and judgment and without incurring undue  
25 burden and expense. Google further objects to this Request to the extent it seeks information  
26 protected from discovery by any right to privacy or any other applicable privilege, including the  
27 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
28 contract to protect such confidential information.

1 Subject to the foregoing objections, and without waiving them, Google will produce  
2 nonprivileged documents in its possession, custody, or control that may be identified after a  
3 reasonable search and diligent inquiry in reasonably accessible sources of information, that are  
4 referenced or identified in Google's Rule 26(a)(1) Initial Disclosures, as amended, to the extent  
5 that such documents exist in reasonably accessible sources.

6 **REQUEST NO. 3:**

7 All Documents concerning the composition, definition, description, characterization,  
8 and/or classification of the Display Network including, without limitation, Documents sufficient  
9 to identify all Properties belonging to the Display Network.

10 **RESPONSE TO REQUEST NO. 3:**

11 Google incorporates by reference its general statements made above and makes the  
12 following specific objections to this Request. Google objects to this Request to the extent it  
13 seeks information protected by the attorney-client privilege and/or work product doctrine,  
14 protected as confidential settlement communications, or otherwise protected from disclosure by  
15 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
16 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
17 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
18 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
19 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
20 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
21 documents" or phrases of similar import to mean those documents and that information that  
22 Google is able to locate using reasonable diligence and judgment and without incurring undue  
23 burden and expense. Google further objects to this Request to the extent it seeks information  
24 protected from discovery by any right to privacy or any other applicable privilege, including the  
25 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
26 contract to protect such confidential information. Google further objects to this Request on the  
27 grounds that the phrase "Documents sufficient to identify all Properties belonging to the Display  
28 Network" is vague, ambiguous, overly broad, unduly burdensome, and subject to multiple



1 interpretations. Google further to objects to this Request to the extent it seeks information  
2 constituting or containing information protected from disclosure by any statute, rule, or  
3 regulation. Google will produce such material or make it available for inspection in response  
4 only to the extent it can do so consistent with its legal obligations and/or subject to the Protective  
5 Order entered in this action.

6 Subject to the foregoing objections, and without waiving them, Google will produce  
7 nonprivileged documents in its possession, custody, or control that may be identified after a  
8 reasonable search and diligent inquiry in reasonably accessible sources of information, that are  
9 sufficient to identify Properties belonging to the Display Network. Where information within the  
10 scope of this agreement to produce resides in a database, Google will confer with Plaintiff  
11 regarding the scope and nature of reports to be generated from this database and will produce any  
12 reports so generated in the manner contemplated in the parties' Stipulated Order re: Discovery of  
13 Electronically Stored Information for Standard Litigation.

14 **REQUEST NO. 4:**

15 All versions of the website (and associated webpages) located at  
16 [www.google.com/ads/displaynetwork](http://www.google.com/ads/displaynetwork).

17 **RESPONSE TO REQUEST NO. 4:**

18 Google incorporates by reference its general statements made above and makes the  
19 following specific objections to this Request. Google objects to this Request to the extent it  
20 seeks information protected by the attorney-client privilege and/or work product doctrine,  
21 protected as confidential settlement communications, or otherwise protected from disclosure by  
22 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
23 "all versions of the website (and associated webpages)" on the grounds that it therefore (a) is  
24 overly broad, unduly burdensome, ambiguous, and vague, (b) seeks information neither relevant  
25 to any claim or defense of any party in this action nor reasonably calculated to lead to the  
26 discovery of admissible evidence, and (c) fails to describe with reasonable particularity each item  
27 or category of items to be inspected and/or produced as required by Fed. R. Civ. Pro.  
28 34(b)(1)(A). Google interprets the phrase "all documents" or phrases of similar import to mean

1 those documents and that information that Google is able to locate using reasonable diligence  
2 and judgment and without incurring undue burden and expense. Google further objects to this  
3 Request to the extent it seeks information protected from discovery by any right to privacy or  
4 any other applicable privilege, including the right to privacy of third parties, or by Google's  
5 obligations under applicable law or pursuant to contract to protect such confidential information.  
6 Google further objects to this Request to the extent it seeks information constituting or  
7 containing information protected from disclosure by any statute, rule, or regulation. Google will  
8 produce such material or make it available for inspection in response only to the extent it can do  
9 so consistent with its legal obligations and/or subject to the Protective Order entered in this  
10 action.

11 Subject to the foregoing objections, and without waiving them, Google will produce  
12 nonprivileged documents in its possession, custody, or control that may be identified after a  
13 reasonable search and diligent inquiry in reasonably accessible sources of information that reflect  
14 versions of the website and associated webpages located at  
15 www.google.com/ads/displaynetwork, to the extent that such documents exist in reasonably  
16 accessible sources.

17 **REQUEST NO. 5:**

18 All Documents concerning the composition, definition, description, characterization,  
19 and/or classification of the Search Network, including, without limitation, Documents sufficient  
20 to identify all Properties belonging to the Search Network.

21 **RESPONSE TO REQUEST NO. 5:**

22 Google incorporates by reference its general statements made above and makes the  
23 following specific objections to this Request. Google objects to this Request to the extent it  
24 seeks information protected by the attorney-client privilege and/or work product doctrine,  
25 protected as confidential settlement communications, or otherwise protected from disclosure by  
26 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
27 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
28 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any

1 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
2 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
3 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
4 documents” or phrases of similar import to mean those documents and that information that  
5 Google is able to locate using reasonable diligence and judgment and without incurring undue  
6 burden and expense. Google further objects to this Request to the extent it seeks information  
7 protected from discovery by any right to privacy or any other applicable privilege, including the  
8 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
9 contract to protect such confidential information. Google further to objects to this Request to the  
10 extent it seeks information constituting or containing information protected from disclosure by  
11 any statute, rule, or regulation. Google will produce such material or make it available for  
12 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
13 subject to the Protective Order entered in this action. Google further objects to this Request to  
14 the extent that the term “Properties belonging to the search network” is vague and ambiguous  
15 and subject to varying interpretations.

16 Subject to the foregoing objections, and without waiving them, Google will produce  
17 nonprivileged documents in its possession, custody, or control that may be identified after a  
18 reasonable search and diligent inquiry in reasonably accessible sources of information, that are  
19 sufficient to identify Properties belonging to the Search Network. Where information within the  
20 scope of this agreement to produce resides in a database, Google will confer with Plaintiff  
21 regarding the scope and nature of reports to be generated from this database and will produce any  
22 reports so generated in the manner contemplated in the parties’ Stipulated Order re: Discovery of  
23 Electronically Stored Information for Standard Litigation.

24 **REQUEST NO. 6:**

25 All Documents concerning the definitions of, and/or distinctions between, any category  
26 of Ads displayed on Properties owned and/or operated by Mobile Partners including, without  
27 limitation: Ads displayed on applications on mobile devices (as described in Exhibit J to the  
28

1 Complaint); Ads displayed on mobile devices with full Internet browsers (as described in Exhibit  
2 L to the Complaint); and WAP mobile ads (as described in Exhibit L to the Complaint).

3 **RESPONSE TO REQUEST NO. 6:**

4 Google incorporates by reference its general statements made above and makes the  
5 following specific objections to this Request. Google objects to this Request to the extent it  
6 seeks information protected by the attorney-client privilege and/or work product doctrine,  
7 protected as confidential settlement communications, or otherwise protected from disclosure by  
8 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
9 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
10 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
11 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
12 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
13 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
14 documents” or phrases of similar import to mean those documents and that information that  
15 Google is able to locate using reasonable diligence and judgment and without incurring undue  
16 burden and expense. Google further objects to this Request to the extent it seeks information  
17 protected from discovery by any right to privacy or any other applicable privilege, including the  
18 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
19 contract to protect such confidential information. Google further to objects to this Request to the  
20 extent it seeks information constituting or containing information protected from disclosure by  
21 any statute, rule, or regulation. Google will produce such material or make it available for  
22 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
23 subject to the Protective Order entered in this action.

24 Subject to the foregoing objections, and without waiving them, Google will produce  
25 nonprivileged documents in its possession, custody, or control that may be identified after a  
26 reasonable search and diligent inquiry in reasonably accessible sources of information, that  
27 concern the definitions of or distinctions between categories of Ads displayed on Properties  
28 owned and/or operated by Mobile Partners, to the extent that such documents exist in reasonably

1 accessible sources. Where information within the scope of this agreement to produce resides in a  
2 database, Google will confer with Plaintiff regarding the scope and nature of reports to be  
3 generated from this database and will produce any reports so generated in the manner  
4 contemplated in the parties' Stipulated Order re: Discovery of Electronically Stored Information  
5 for Standard Litigation.

6 **REQUEST NO. 7:**

7 All Documents concerning Smart Pricing, Smart Pricing Discounts, and Smart Pricing  
8 Data. For example, this Request includes Documents concerning: the purpose of Smart Pricing;  
9 the function (including source code) of Smart Pricing; and Google's method(s) for determining,  
10 calculating, and/or recording Smart Pricing Discounts and Smart Pricing Data.

11 **RESPONSE TO REQUEST NO. 7:**

12 Google incorporates by reference its general statements made above and makes the  
13 following specific objections to this Request. Google objects to this Request to the extent it  
14 seeks information protected by the attorney-client privilege and/or work product doctrine,  
15 protected as confidential settlement communications, or otherwise protected from disclosure by  
16 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
17 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
18 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
19 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
20 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
21 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
22 documents" or phrases of similar import to mean those documents and that information that  
23 Google is able to locate using reasonable diligence and judgment and without incurring undue  
24 burden and expense. Google further objects to this Request to the extent it seeks information  
25 protected from discovery by any right to privacy or any other applicable privilege, including the  
26 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
27 contract to protect such confidential information. Google further to objects to this Request to the  
28 extent it seeks information constituting or containing information protected from disclosure by

1 any statute, rule, or regulation. Google will produce such material or make it available for  
2 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
3 subject to the Protective Order entered in this action.

4 Subject to the foregoing objections, and without waiving them, Google will produce  
5 nonprivileged documents in its possession, custody, or control that may be identified after a  
6 reasonable search and diligent inquiry in reasonably accessible sources of information that show  
7 the characteristics of Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data to the  
8 extent that such documents exist in reasonably accessible sources. Where information within the  
9 scope of this agreement to produce resides in a database, Google will confer with Plaintiff  
10 regarding the scope and nature of reports to be generated from this database and will produce any  
11 reports so generated in the manner contemplated in the parties' Stipulated Order re: Discovery of  
12 Electronically Stored Information for Standard Litigation.

13 **REQUEST NO. 8:**

14 All Documents concerning the "proprietary algorithm" referenced by Google in  
15 Paragraph 37 of its Answer, including the "proprietary algorithm" itself.

16 **RESPONSE TO REQUEST NO. 8:**

17 Google incorporates by reference its general statements made above and makes the  
18 following specific objections to this Request. Google objects to this Request to the extent it  
19 seeks information protected by the attorney-client privilege and/or work product doctrine,  
20 protected as confidential settlement communications, or otherwise protected from disclosure by  
21 any other privileges, laws, or rules. Google further objects to this Request to the extent it seeks  
22 information protected from discovery by any right to privacy or any other applicable privilege,  
23 including the right to privacy of third parties, or by Google's obligations under applicable law or  
24 pursuant to contract to protect such confidential information. Google further to objects to this  
25 Request to the extent it seeks information constituting or containing information protected from  
26 disclosure by any statute, rule, or regulation. Google will produce such material or make it  
27 available for inspection in response only to the extent it can do so consistent with its legal  
28 obligations and/or subject to the Protective Order entered in this action.

1 Subject to the foregoing objections, and without waiving them, Google will meet and  
2 confer with Plaintiff regarding whether, at an appropriate stage in this Action, it may make  
3 available for inspection, subject to the terms of the Protective Order in this action as they apply  
4 to source code, nonprivileged documents in its possession, custody, or control that may be  
5 identified after a reasonable search and diligent inquiry in reasonably accessible sources of  
6 information that relate to the “proprietary algorithm” referenced in Paragraph 37 of its Answer.

7 **REQUEST NO. 9:**

8 All Documents concerning the purposes and/or roles of ClickCostMultipliers, the  
9 CanApplyClickCostMultiplier, and Conversion Scores.

10 **RESPONSE TO REQUEST NO. 9:**

11 Google incorporates by reference its general statements made above and makes the  
12 following specific objections to this Request. Google objects to this Request to the extent it  
13 seeks information protected by the attorney-client privilege and/or work product doctrine,  
14 protected as confidential settlement communications, or otherwise protected from disclosure by  
15 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
16 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
17 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
18 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
19 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
20 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
21 documents” or phrases of similar import to mean those documents and that information that  
22 Google is able to locate using reasonable diligence and judgment and without incurring undue  
23 burden and expense. Google further objects to this Request to the extent it seeks information  
24 protected from discovery by any right to privacy or any other applicable privilege, including the  
25 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
26 contract to protect such confidential information. Google further to objects to this Request to the  
27 extent it seeks information constituting or containing information protected from disclosure by  
28 any statute, rule, or regulation. Google will produce such material or make it available for

1 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
2 subject to the Protective Order entered in this action.

3 Subject to the foregoing objections, and without waiving them, Google will produce  
4 nonprivileged documents in its possession, custody, or control that may be identified after a  
5 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
6 to the purposes and/or roles of ClickCostMultipliers, the CanApplyClickCostMultiplier, and  
7 Conversion Scores, to the extent that such documents exist in reasonably accessible sources.  
8 Where information within the scope of this agreement to produce resides in a database, Google  
9 will confer with Plaintiff regarding the scope and nature of reports to be generated from this  
10 database and will produce any reports so generated in the manner contemplated in the parties'  
11 Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

12 **REQUEST NO. 10:**

13 All Documents concerning any studies, reports, and/or analyses related to Smart Pricing,  
14 Smart Pricing Discounts, and Smart Pricing Data.

15 **RESPONSE TO REQUEST NO. 10:**

16 Google incorporates by reference its general statements made above and makes the  
17 following specific objections to this Request. Google objects to this Request to the extent it  
18 seeks information protected by the attorney-client privilege and/or work product doctrine,  
19 protected as confidential settlement communications, or otherwise protected from disclosure by  
20 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
21 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
22 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
23 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
24 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
25 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
26 documents" or phrases of similar import to mean those documents and that information that  
27 Google is able to locate using reasonable diligence and judgment and without incurring undue  
28 burden and expense. Google further objects to this Request to the extent it seeks information



1 protected from discovery by any right to privacy or any other applicable privilege, including the  
2 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
3 contract to protect such confidential information. Google further to objects to this Request to the  
4 extent it seeks information constituting or containing information protected from disclosure by  
5 any statute, rule, or regulation. Google will produce such material or make it available for  
6 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
7 subject to the Protective Order entered in this action.

8 Subject to the foregoing objections, and without waiving them, Google will produce  
9 nonprivileged documents in its possession, custody, or control that may be identified after a  
10 reasonable search and diligent inquiry in reasonably accessible sources of information, that  
11 comprise studies, reports, and/or analyses related to Smart Pricing, Smart Pricing Discounts, and  
12 Smart Pricing Data, to the extent that such documents exist in reasonably accessible sources.  
13 Where information within the scope of this agreement to produce resides in a database, Google  
14 will confer with Plaintiff regarding the scope and nature of reports to be generated from this  
15 database and will produce any reports so generated in the manner contemplated in the parties'  
16 Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

17 **REQUEST NO. 11:**

18 All Documents concerning Communications related to Smart Pricing, Smart Pricing  
19 Discounts, and Smart Pricing Data. For example, this Request includes Communications  
20 concerning: the purpose of Smart Pricing; the application of Smart Pricing Discounts to clicks  
21 from particular Properties, Partners, and/or categories of Properties; and Google's method(s) for  
22 determining, calculating, and/or recording Smart Pricing Discounts and Smart Pricing Data.

23 **RESPONSE TO REQUEST NO. 11:**

24 Google incorporates by reference its general statements made above and makes the  
25 following specific objections to this Request. Google objects to this Request to the extent it  
26 seeks information protected by the attorney-client privilege and/or work product doctrine,  
27 protected as confidential settlement communications, or otherwise protected from disclosure by  
28 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks

1 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
2 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
3 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
4 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
5 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
6 documents” or phrases of similar import to mean those documents and that information that  
7 Google is able to locate using reasonable diligence and judgment and without incurring undue  
8 burden and expense. Google further objects to this Request to the extent it seeks information  
9 protected from discovery by any right to privacy or any other applicable privilege, including the  
10 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
11 contract to protect such confidential information. Google further to objects to this Request to the  
12 extent it seeks information constituting or containing information protected from disclosure by  
13 any statute, rule, or regulation. Google will produce such material or make it available for  
14 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
15 subject to the Protective Order entered in this action.

16 Subject to the foregoing objections, and without waiving them, Google will produce  
17 nonprivileged documents in its possession, custody, or control that may be identified after a  
18 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
19 to studies, reports, and/or analyses related to Smart Pricing, Smart Pricing Discounts, and Smart  
20 Pricing Data, to the extent that such documents exist in reasonably accessible sources. Where  
21 information within the scope of this agreement to produce resides in a database, Google will  
22 confer with Plaintiff regarding the scope and nature of reports to be generated from this database  
23 and will produce any reports so generated in the manner contemplated in the parties’ Stipulated  
24 Order re: Discovery of Electronically Stored Information for Standard Litigation.

25 **REQUEST NO. 12:**

26 All Documents concerning Google’s policies, practices, decisions, guidelines,  
27 procedures, or standards regarding the application of Smart Pricing and/or Smart Pricing  
28 Discounts to clicks on Ads. For example, this Request includes Google’s methods for

determining: whether to apply a Smart Pricing Discount to a particular click, Partner, and/or Property; and Google's method(s) for determining and/or calculating Smart Pricing Discounts and Smart Pricing Data.

**RESPONSE TO REQUEST NO. 12:**

Google incorporates by reference its general statements made above and makes the following specific objections to this Request. Google objects to this Request to the extent it seeks information protected by the attorney-client privilege and/or work product doctrine, protected as confidential settlement communications, or otherwise protected from disclosure by any other privileges, laws, or rules. Google further objects to the extent that this Request seeks "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome, ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and (c) fails to describe with reasonable particularity each item or category of items to be inspected and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all documents" or phrases of similar import to mean those documents and that information that Google is able to locate using reasonable diligence and judgment and without incurring undue burden and expense. Google further objects to this Request to the extent it seeks information protected from discovery by any right to privacy or any other applicable privilege, including the right to privacy of third parties, or by Google's obligations under applicable law or pursuant to contract to protect such confidential information. Google further to objects to this Request to the extent it seeks information constituting or containing information protected from disclosure by any statute, rule, or regulation. Google will produce such material or make it available for inspection in response only to the extent it can do so consistent with its legal obligations and/or subject to the Protective Order entered in this action.

Subject to the foregoing objections, and without waiving them, Google will produce nonprivileged documents in its possession, custody, or control that may be identified after a reasonable search and diligent inquiry in reasonably accessible sources of information, that relate to Google's policies, practices, decisions, guidelines, procedures, or standards regarding the

1 application of Smart Pricing and/or Smart Pricing Discounts to clicks on Ads, to the extent that  
2 such documents exist in reasonably accessible sources. Where information within the scope of  
3 this agreement to produce resides in a database, Google will confer with Plaintiff regarding the  
4 scope and nature of reports to be generated from this database and will produce any reports so  
5 generated in the manner contemplated in the parties' Stipulated Order re: Discovery of  
6 Electronically Stored Information for Standard Litigation.

7 **REQUEST NO. 13:**

8 All Documents concerning Smart Pricing published by Google including, without  
9 limitation, Documents published on the AdWords Help Center, the AdWords Website, and any  
10 Documents linked thereto.

11 **RESPONSE TO REQUEST NO. 13:**

12 Google incorporates by reference its general statements made above and makes the  
13 following specific objections to this Request. Google objects to this Request to the extent it  
14 seeks information protected by the attorney-client privilege and/or work product doctrine,  
15 protected as confidential settlement communications, or otherwise protected from disclosure by  
16 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
17 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
18 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
19 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
20 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
21 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
22 documents" or phrases of similar import to mean those documents and that information that  
23 Google is able to locate using reasonable diligence and judgment and without incurring undue  
24 burden and expense. Google further objects to this Request to the extent it seeks information  
25 protected from discovery by any right to privacy or any other applicable privilege, including the  
26 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
27 contract to protect such confidential information. Google further to objects to this Request to the  
28 extent it seeks information constituting or containing information protected from disclosure by

1 any statute, rule, or regulation. Google will produce such material or make it available for  
2 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
3 subject to the Protective Order entered in this action.

4 Subject to the foregoing objections, and without waiving them, Google will produce  
5 nonprivileged documents in its possession, custody, or control that may be identified after a  
6 reasonable search and diligent inquiry in reasonably accessible sources of information,  
7 comprising documents concerning Smart Pricing published by Google, to the extent that such  
8 documents exist in reasonably accessible sources.

9 **REQUEST NO. 14:**

10 All Documents concerning Communications related to the Documents requested in  
11 Request for Production No. 13.

12 **RESPONSE TO REQUEST NO. 14:**

13 Google incorporates by reference its general statements made above and makes the  
14 following specific objections to this Request. Google objects to this Request to the extent it  
15 seeks information protected by the attorney-client privilege and/or work product doctrine,  
16 protected as confidential settlement communications, or otherwise protected from disclosure by  
17 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
18 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
19 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
20 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
21 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
22 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
23 documents” or phrases of similar import to mean those documents and that information that  
24 Google is able to locate using reasonable diligence and judgment and without incurring undue  
25 burden and expense. Google further objects to this Request to the extent it seeks information  
26 protected from discovery by any right to privacy or any other applicable privilege, including the  
27 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
28 contract to protect such confidential information. Google further to objects to this Request to the

1 extent it seeks information constituting or containing information protected from disclosure by  
2 any statute, rule, or regulation. Google will produce such material or make it available for  
3 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
4 subject to the Protective Order entered in this action.

5 Subject to the foregoing objections, and without waiving them, Google will produce  
6 nonprivileged documents in its possession, custody, or control that may be identified after a  
7 reasonable search and diligent inquiry in reasonably accessible sources of information,  
8 comprising communications about documents concerning Smart Pricing published by Google, to  
9 the extent that such documents exist in reasonably accessible sources.

10 **REQUEST NO. 15:**

11 All Documents reflecting, discussing, describing, and/or referencing in any manner  
12 Google's "measurements for the applicable Program" as that phrase is used in paragraph 7 of  
13 Exhibit A to the Complaint.

14 **RESPONSE TO REQUEST NO. 15:**

15 Google incorporates by reference its general statements made above and makes the  
16 following specific objections to this Request. Google objects to this Request to the extent it  
17 seeks information protected by the attorney-client privilege and/or work product doctrine,  
18 protected as confidential settlement communications, or otherwise protected from disclosure by  
19 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
20 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
21 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
22 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
23 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
24 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
25 documents" or phrases of similar import to mean those documents and that information that  
26 Google is able to locate using reasonable diligence and judgment and without incurring undue  
27 burden and expense. Google further objects to this Request on the grounds and to the extent that  
28 it is duplicative of other Requests. Google further objects to this Request to the extent it seeks

1 information protected from discovery by any right to privacy or any other applicable privilege,  
2 including the right to privacy of third parties, or by Google's obligations under applicable law or  
3 pursuant to contract to protect such confidential information. Google further to objects to this  
4 Request to the extent it seeks information constituting or containing information protected from  
5 disclosure by any statute, rule, or regulation. Google will produce such material or make it  
6 available for inspection in response only to the extent it can do so consistent with its legal  
7 obligations and/or subject to the Protective Order entered in this action.

8 Subject to the foregoing objections, and without waiving them, Google will produce  
9 nonprivileged documents in its possession, custody, or control that may be identified after a  
10 reasonable search and diligent inquiry in reasonably accessible sources of information, that  
11 reflect, discuss, describe, and/or reference in any manner Google's "measurements for the  
12 applicable Program" as that phrase is used in paragraph 7 of Exhibit A to the Complaint..

13 **REQUEST NO. 16:**

14 All drafts of Exhibits B-G, I-J, and L, all Communications concerning Exhibits B-G, I-  
15 J, and L, and all versions of Exhibits B-G, I-J, and L published by Google.

16 **RESPONSE TO REQUEST NO. 16:**

17 Google incorporates by reference its general statements made above and makes the  
18 following specific objections to this Request. Google objects to this Request to the extent it  
19 seeks information protected by the attorney-client privilege and/or work product doctrine,  
20 protected as confidential settlement communications, or otherwise protected from disclosure by  
21 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
22 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
23 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
24 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
25 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
26 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
27 documents" or phrases of similar import to mean those documents and that information that  
28 Google is able to locate using reasonable diligence and judgment and without incurring undue

1 burden and expense. Google further objects to this Request to the extent it seeks information  
2 protected from discovery by any right to privacy or any other applicable privilege, including the  
3 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
4 contract to protect such confidential information. Google further to objects to this Request to the  
5 extent it seeks information constituting or containing information protected from disclosure by  
6 any statute, rule, or regulation. Google will produce such material or make it available for  
7 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
8 subject to the Protective Order entered in this action.

9 Subject to the foregoing objections, and without waiving them, Google will produce  
10 nonprivileged documents in its possession, custody, or control that may be identified after a  
11 reasonable search and diligent inquiry in reasonably accessible sources of information, that  
12 comprise versions of exhibits B-G, I-J, and L, to the extent that such documents exist in  
13 reasonably accessible sources.

14 **REQUEST NO. 17:**

15 All Documents concerning all agreements with Special Partners related to delivering Ads  
16 for display on Properties owned and/or operated by Special Partners.

17 **RESPONSE TO REQUEST NO. 17:**

18 Google incorporates by reference its general statements made above and makes the  
19 following specific objections to this Request. Google objects to this Request to the extent it  
20 seeks information protected by the attorney-client privilege and/or work product doctrine,  
21 protected as confidential settlement communications, or otherwise protected from disclosure by  
22 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
23 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
24 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
25 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
26 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
27 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
28 documents" or phrases of similar import to mean those documents and that information that



1 Google is able to locate using reasonable diligence and judgment and without incurring undue  
2 burden and expense. Google further objects to this Request to the extent it seeks information  
3 protected from discovery by any right to privacy or any other applicable privilege, including the  
4 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
5 contract to protect such confidential information. Google further to objects to this Request to the  
6 extent it seeks information constituting or containing information protected from disclosure by  
7 any statute, rule, or regulation. Google will produce such material or make it available for  
8 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
9 subject to the Protective Order entered in this action.

10 Subject to the foregoing objections, and without waiving them, Google will produce  
11 nonprivileged documents in its possession, custody, or control that may be identified after a  
12 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
13 to agreements with Special Partners related to delivering Ads for display on Properties owned  
14 and/or operated by Special Partners, to the extent that such documents exist in reasonably  
15 accessible sources. Where information within the scope of this agreement to produce resides in a  
16 database, Google will confer with Plaintiff regarding the scope and nature of reports to be  
17 generated from this database and will produce any reports so generated in the manner  
18 contemplated in the parties' Stipulated Order re: Discovery of Electronically Stored Information  
19 for Standard Litigation.

20 **REQUEST NO. 18:**

21 All Documents concerning Google's Communications with Special Partners related to  
22 Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

23 **RESPONSE TO REQUEST NO. 18:**

24 Google incorporates by reference its general statements made above and makes the  
25 following specific objections to this Request. Google objects to this Request to the extent it  
26 seeks information protected by the attorney-client privilege and/or work product doctrine,  
27 protected as confidential settlement communications, or otherwise protected from disclosure by  
28 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks

1 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
2 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
3 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
4 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
5 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
6 documents” or phrases of similar import to mean those documents and that information that  
7 Google is able to locate using reasonable diligence and judgment and without incurring undue  
8 burden and expense. Google further objects to this Request to the extent it seeks information  
9 protected from discovery by any right to privacy or any other applicable privilege, including the  
10 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
11 contract to protect such confidential information. Google further to objects to this Request to the  
12 extent it seeks information constituting or containing information protected from disclosure by  
13 any statute, rule, or regulation. Google will produce such material or make it available for  
14 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
15 subject to the Protective Order entered in this action.

16 Subject to the foregoing objections, and without waiving them, Google will produce  
17 nonprivileged documents in its possession, custody, or control that may be identified after a  
18 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
19 to communications with Special Partners related to Smart Pricing, Smart Pricing Discounts, and  
20 Smart Pricing Data, to the extent that such documents exist in reasonably accessible sources.  
21 Where information within the scope of this agreement to produce resides in a database, Google  
22 will confer with Plaintiff regarding the scope and nature of reports to be generated from this  
23 database and will produce any reports so generated in the manner contemplated in the parties’  
24 Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

25 **REQUEST NO. 19:**

26 All Documents concerning all agreements with Mobile Partners related to delivering Ads  
27 for display on Properties owned and/or operated by Mobile Partners.

1 **RESPONSE TO REQUEST NO. 19:**

2 Google incorporates by reference its general statements made above and makes the  
3 following specific objections to this Request. Google objects to this Request to the extent it  
4 seeks information protected by the attorney-client privilege and/or work product doctrine,  
5 protected as confidential settlement communications, or otherwise protected from disclosure by  
6 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
7 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
8 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
9 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
10 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
11 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
12 documents” or phrases of similar import to mean those documents and that information that  
13 Google is able to locate using reasonable diligence and judgment and without incurring undue  
14 burden and expense. Google further objects to this Request to the extent it seeks information  
15 protected from discovery by any right to privacy or any other applicable privilege, including the  
16 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
17 contract to protect such confidential information. Google further to objects to this Request to the  
18 extent it seeks information constituting or containing information protected from disclosure by  
19 any statute, rule, or regulation. Google will produce such material or make it available for  
20 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
21 subject to the Protective Order entered in this action.

22 Subject to the foregoing objections, and without waiving them, Google will produce  
23 nonprivileged documents in its possession, custody, or control that may be identified after a  
24 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
25 to agreements with Mobile Partners related to delivering Ads for display on Properties owned  
26 and/or operated by Mobile Partners, to the extent that such documents exist in reasonably  
27 accessible sources. Where information within the scope of this agreement to produce resides in a  
28 database, Google will confer with Plaintiff regarding the scope and nature of reports to be

1 generated from this database and will produce any reports so generated in the manner  
2 contemplated in the parties' Stipulated Order re: Discovery of Electronically Stored Information  
3 for Standard Litigation.

4 **REQUEST NO. 20:**

5 All Documents concerning Google's Communications with Mobile Partners related to  
6 Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data.

7 **RESPONSE TO REQUEST NO. 20:**

8 Google incorporates by reference its general statements made above and makes the  
9 following specific objections to this Request. Google objects to this Request to the extent it  
10 seeks information protected by the attorney-client privilege and/or work product doctrine,  
11 protected as confidential settlement communications, or otherwise protected from disclosure by  
12 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
13 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
14 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
15 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
16 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
17 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
18 documents" or phrases of similar import to mean those documents and that information that  
19 Google is able to locate using reasonable diligence and judgment and without incurring undue  
20 burden and expense. Google further objects to this Request to the extent it seeks information  
21 protected from discovery by any right to privacy or any other applicable privilege, including the  
22 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
23 contract to protect such confidential information. Google further to objects to this Request to the  
24 extent it seeks information constituting or containing information protected from disclosure by  
25 any statute, rule, or regulation. Google will produce such material or make it available for  
26 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
27 subject to the Protective Order entered in this action.

28

1 Subject to the foregoing objections, and without waiving them, Google will produce  
2 nonprivileged documents in its possession, custody, or control that may be identified after a  
3 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
4 to communications with Mobile Partners related to Smart Pricing, Smart Pricing Discounts, and  
5 Smart Pricing Data, to the extent that such documents exist in reasonably accessible sources. .  
6 Where information within the scope of this agreement to produce resides in a database, Google  
7 will confer with Plaintiff regarding the scope and nature of reports to be generated from this  
8 database and will produce any reports so generated in the manner contemplated in the parties'  
9 Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

10 **REQUEST NO. 21:**

11 All Documents concerning Google's Communications with Partners (other than Mobile  
12 Partners and Special Partners) related to Smart Pricing, Smart Pricing Discounts, and Smart  
13 Pricing Data.

14 **RESPONSE TO REQUEST NO. 21:**

15 Google incorporates by reference its general statements made above and makes the  
16 following specific objections to this Request. Google objects to this Request to the extent it  
17 seeks information protected by the attorney-client privilege and/or work product doctrine,  
18 protected as confidential settlement communications, or otherwise protected from disclosure by  
19 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
20 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
21 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
22 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
23 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
24 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
25 documents" or phrases of similar import to mean those documents and that information that  
26 Google is able to locate using reasonable diligence and judgment and without incurring undue  
27 burden and expense. Google further objects to this Request to the extent it seeks information  
28 protected from discovery by any right to privacy or any other applicable privilege, including the

1 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
2 contract to protect such confidential information. Google further to objects to this Request to the  
3 extent it seeks information constituting or containing information protected from disclosure by  
4 any statute, rule, or regulation. Google will produce such material or make it available for  
5 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
6 subject to the Protective Order entered in this action.

7 Subject to the foregoing objections, and without waiving them, Google will produce  
8 nonprivileged documents in its possession, custody, or control that may be identified after a  
9 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
10 to communications with Partners (other than Mobile Partners and Special Partners) related to  
11 Smart Pricing, Smart Pricing Discounts, and Smart Pricing Data, to the extent that such  
12 documents exist in reasonably accessible sources. Where information within the scope of this  
13 agreement to produce resides in a database, Google will confer with Plaintiff regarding the scope  
14 and nature of reports to be generated from this database and will produce any reports so  
15 generated in the manner contemplated in the parties' Stipulated Order re: Discovery of  
16 Electronically Stored Information for Standard Litigation.

17 **REQUEST NO. 22:**

18 All Documents identifying all Smart Pricing Data associated with every Property in the  
19 Display Network.

20 **RESPONSE TO REQUEST NO. 22:**

21 Google incorporates by reference its general statements made above and makes the  
22 following specific objections to this Request. Google objects to this Request to the extent it  
23 seeks information protected by the attorney-client privilege and/or work product doctrine,  
24 protected as confidential settlement communications, or otherwise protected from disclosure by  
25 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
26 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
27 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
28 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and

1 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
2 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
3 documents” or phrases of similar import to mean those documents and that information that  
4 Google is able to locate using reasonable diligence and judgment and without incurring undue  
5 burden and expense. Google further objects to this Request to the extent it seeks information  
6 protected from discovery by any right to privacy or any other applicable privilege, including the  
7 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
8 contract to protect such confidential information. Google further to objects to this Request to the  
9 extent it seeks information constituting or containing information protected from disclosure by  
10 any statute, rule, or regulation. Google will produce such material or make it available for  
11 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
12 subject to the Protective Order entered in this action.

13 Subject to the foregoing objections, and without waiving them, Google will produce  
14 nonprivileged documents in its possession, custody, or control that may be identified after a  
15 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
16 to identify transactions associated with properties on the Google Display Network that have been  
17 subject to Smart Pricing, to the extent that such documents exist in reasonably accessible  
18 sources. Where information within the scope of this agreement to produce resides in a database,  
19 Google will confer with Plaintiff regarding the scope and nature of reports to be generated from  
20 this database and will produce any reports so generated in the manner contemplated in the  
21 parties’ Stipulated Order re: Discovery of Electronically Stored Information for Standard  
22 Litigation.

23 **REQUEST NO. 23:**

24 All Documents identifying all clicks where Google did not apply a Smart Pricing  
25 Discount for any reason including, without limitation, Documents identifying: all Smart Pricing  
26 Data for each click; the AdWords Advertiser who paid for each click; the AdWords Advertiser’s  
27 bid amount for the click; the price the AdWords Advertiser paid for the click; the complete  
28 uniform resource locator (URL) of the Property from which the click originated; the Partner

1 owning and/or operating that Property; whether that Property was a Search Network or a Display  
2 Network Property; and whether the click resulted in a conversion.

3 **RESPONSE TO REQUEST NO. 23:**

4 Google incorporates by reference its general statements made above and makes the  
5 following specific objections to this Request. Google objects to this Request to the extent it  
6 seeks information protected by the attorney-client privilege and/or work product doctrine,  
7 protected as confidential settlement communications, or otherwise protected from disclosure by  
8 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
9 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
10 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
11 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
12 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
13 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
14 documents” or phrases of similar import to mean those documents and that information that  
15 Google is able to locate using reasonable diligence and judgment and without incurring undue  
16 burden and expense. Google further objects to this Request to the extent it seeks information  
17 protected from discovery by any right to privacy or any other applicable privilege, including the  
18 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
19 contract to protect such confidential information. Google further to objects to this Request to the  
20 extent it seeks information constituting or containing information protected from disclosure by  
21 any statute, rule, or regulation. Google will produce such material or make it available for  
22 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
23 subject to the Protective Order entered in this action.

24 Subject to the foregoing objections, and without waiving them, Google will produce  
25 nonprivileged documents in its possession, custody, or control that may be identified after a  
26 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
27 to identify transactions associated with properties on the Google Display Network that have not  
28 been subject to Smart Pricing, to the extent that such documents exist in reasonably accessible



1 sources. Where information within the scope of this agreement to produce resides in a database,  
2 Google will confer with Plaintiff regarding the scope and nature of reports to be generated from  
3 this database and will produce any reports so generated in the manner contemplated in the  
4 parties' Stipulated Order re: Discovery of Electronically Stored Information for Standard  
5 Litigation.

6 **REQUEST NO. 24:**

7 All Documents identifying Properties, which have or have had the value "False" (or any  
8 other value indicating a Smart Pricing Discount shall not apply) for the  
9 CanApplyClickCostMultiplier including, without limitation, Documents identifying: all Smart  
10 Pricing Data for any click occurring while such variable equaled "False" (or any other value  
11 indicating a Smart Pricing Discount shall not apply); whether that Property has ever had the  
12 value "True" (or any other value indicating a Smart Pricing Discount shall apply) for the  
13 CanApplyClickCostMultiplier variable; the period of time, if any, for which the  
14 CanApplyClickCostMultiplier variable equaled True or False, respectively; the complete  
15 uniform resource locator (URL) of the Property from which the click originated; the Partner  
16 owning and/or operating that Property; and whether that Property was a Search Network or  
17 Display Network Property.

18 **RESPONSE TO REQUEST NO. 24:**

19 Google incorporates by reference its general statements made above and makes the  
20 following specific objections to this Request. Google objects to this Request to the extent it  
21 seeks information protected by the attorney-client privilege and/or work product doctrine,  
22 protected as confidential settlement communications, or otherwise protected from disclosure by  
23 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
24 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
25 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
26 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
27 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
28 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all

documents” or phrases of similar import to mean those documents and that information that Google is able to locate using reasonable diligence and judgment and without incurring undue burden and expense. Google further objects to this Request to the extent it seeks information protected from discovery by any right to privacy or any other applicable privilege, including the right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to contract to protect such confidential information. Google further to objects to this Request to the extent it seeks information constituting or containing information protected from disclosure by any statute, rule, or regulation. Google will produce such material or make it available for inspection in response only to the extent it can do so consistent with its legal obligations and/or subject to the Protective Order entered in this action.

Subject to the foregoing objections, and without waiving them, Google will produce nonprivileged documents in its possession, custody, or control that may be identified after a reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient to identify properties, which have or have had the value “False” (or any other value indicating a Smart Pricing Discount shall not apply) for the CanApplyClickCostMultiplier, to the extent that such documents exist in reasonably accessible sources. Where information within the scope of this agreement to produce resides in a database, Google will confer with Plaintiff regarding the scope and nature of reports to be generated from this database and will produce any reports so generated in the manner contemplated in the parties’ Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

**REQUEST NO. 25:**

All Documents identifying all AdWords Advertisers who paid for a click on the Display Network where Google did not apply a Smart Pricing Discount for any reason including, without limitation, Documents identifying: the number of clicks each such advertiser paid for where Google did not apply a Smart Pricing Discount; the amount spent by each advertiser on each such click; and the Smart Pricing Discount, Conversion Score, and ClickCostMultiplier that would have applied at the time of each click.

1 **RESPONSE TO REQUEST NO. 25:**

2 Google incorporates by reference its general statements made above and makes the  
3 following specific objections to this Request. Google objects to this Request to the extent it  
4 seeks information protected by the attorney-client privilege and/or work product doctrine,  
5 protected as confidential settlement communications, or otherwise protected from disclosure by  
6 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
7 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
8 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
9 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
10 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
11 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
12 documents” or phrases of similar import to mean those documents and that information that  
13 Google is able to locate using reasonable diligence and judgment and without incurring undue  
14 burden and expense. Google further objects to this Request to the extent it seeks information  
15 protected from discovery by any right to privacy or any other applicable privilege, including the  
16 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
17 contract to protect such confidential information. Google further to objects to this Request to the  
18 extent it seeks information constituting or containing information protected from disclosure by  
19 any statute, rule, or regulation. Google will produce such material or make it available for  
20 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
21 subject to the Protective Order entered in this action.

22 Subject to the foregoing objections, and without waiving them, Google will produce  
23 nonprivileged documents in its possession, custody, or control that may be identified after a  
24 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
25 to identify advertisers who paid for a click on the Display Network where Google did not apply a  
26 Smart Pricing Discount, to the extent that such documents exist in reasonably accessible sources.  
27 Where information within the scope of this agreement to produce resides in a database, Google  
28 will confer with Plaintiff regarding the scope and nature of reports to be generated from this

1 database and will produce any reports so generated in the manner contemplated in the parties'  
2 Stipulated Order re: Discovery of Electronically Stored Information for Standard Litigation.

3 **REQUEST NO. 26:**

4 All Documents concerning the fees, revenues and/or other amounts charged and earned,  
5 if different, by Google for clicks originating from the Display Network for which no Smart  
6 Pricing Discount was applied.

7 **RESPONSE TO REQUEST NO. 26:**

8 Google incorporates by reference its general statements made above and makes the  
9 following specific objections to this Request. Google objects to this Request to the extent it  
10 seeks information protected by the attorney-client privilege and/or work product doctrine,  
11 protected as confidential settlement communications, or otherwise protected from disclosure by  
12 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
13 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
14 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
15 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
16 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
17 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
18 documents" or phrases of similar import to mean those documents and that information that  
19 Google is able to locate using reasonable diligence and judgment and without incurring undue  
20 burden and expense. Google further objects to this Request to the extent it seeks information  
21 protected from discovery by any right to privacy or any other applicable privilege, including the  
22 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
23 contract to protect such confidential information. Google further to objects to this Request to the  
24 extent it seeks information constituting or containing information protected from disclosure by  
25 any statute, rule, or regulation. Google will produce such material or make it available for  
26 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
27 subject to the Protective Order entered in this action.

28

1 Subject to the foregoing objections, and without waiving them, Google will produce  
2 nonprivileged documents in its possession, custody, or control that may be identified after a  
3 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
4 to identify fees, revenues and/or other amounts charged and earned, if different, by Google for  
5 clicks originating from the Display Network for which no Smart Pricing Discount was applied,  
6 to the extent that such documents exist in reasonably accessible sources. Where information  
7 within the scope of this agreement to produce resides in a database, Google will confer with  
8 Plaintiff regarding the scope and nature of reports to be generated from this database and will  
9 produce any reports so generated in the manner contemplated in the parties' Stipulated Order re:  
10 Discovery of Electronically Stored Information for Standard Litigation.

11 **REQUEST NO. 27:**

12 All Documents concerning the fees, revenues and/or other amounts charged and earned,  
13 if different, by Google for clicks originating from the Display Network for which the  
14 CanApplyClickCostMultiplier variable equaled "False".

15 **RESPONSE TO REQUEST NO. 27:**

16 Google incorporates by reference its general statements made above and makes the  
17 following specific objections to this Request. Google objects to this Request to the extent it  
18 seeks information protected by the attorney-client privilege and/or work product doctrine,  
19 protected as confidential settlement communications, or otherwise protected from disclosure by  
20 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
21 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
22 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
23 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
24 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
25 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
26 documents" or phrases of similar import to mean those documents and that information that  
27 Google is able to locate using reasonable diligence and judgment and without incurring undue  
28 burden and expense. Google further objects to this Request to the extent it seeks information

1 protected from discovery by any right to privacy or any other applicable privilege, including the  
2 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
3 contract to protect such confidential information. Google further to objects to this Request to the  
4 extent it seeks information constituting or containing information protected from disclosure by  
5 any statute, rule, or regulation. Google will produce such material or make it available for  
6 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
7 subject to the Protective Order entered in this action.

8 Subject to the foregoing objections, and without waiving them, Google will produce  
9 nonprivileged documents in its possession, custody, or control that may be identified after a  
10 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
11 to identify fees, revenues and/or other amounts charged and earned, if different, by Google for  
12 clicks originating from the Display Network for which the CanApplyClickCostMultiplier  
13 variable equaled "False," to the extent that such documents exist in reasonably accessible  
14 sources. Where information within the scope of this agreement to produce resides in a database,  
15 Google will confer with Plaintiff regarding the scope and nature of reports to be generated from  
16 this database and will produce any reports so generated in the manner contemplated in the  
17 parties' Stipulated Order re: Discovery of Electronically Stored Information for Standard  
18 Litigation.

19 **REQUEST NO. 28:**

20 All Documents concerning the fees, revenues and/or other amounts charged and earned  
21 by Google for clicks originating from Properties on the Display Network owned and/or operated  
22 by Mobile Partners.

23 **RESPONSE TO REQUEST NO. 28:**

24 Google incorporates by reference its general statements made above and makes the  
25 following specific objections to this Request. Google objects to this Request to the extent it  
26 seeks information protected by the attorney-client privilege and/or work product doctrine,  
27 protected as confidential settlement communications, or otherwise protected from disclosure by  
28 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks

1 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
2 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
3 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
4 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
5 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
6 documents” or phrases of similar import to mean those documents and that information that  
7 Google is able to locate using reasonable diligence and judgment and without incurring undue  
8 burden and expense. Google further objects to this Request to the extent it seeks information  
9 protected from discovery by any right to privacy or any other applicable privilege, including the  
10 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
11 contract to protect such confidential information. Google further to objects to this Request to the  
12 extent it seeks information constituting or containing information protected from disclosure by  
13 any statute, rule, or regulation. Google will produce such material or make it available for  
14 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
15 subject to the Protective Order entered in this action.

16 Subject to the foregoing objections, and without waiving them, Google will produce  
17 nonprivileged documents in its possession, custody, or control that may be identified after a  
18 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
19 to identify fees, revenues and/or other amounts charged and earned by Google for clicks  
20 originating from Properties on the Display Network owned and/or operated by Mobile Partners,  
21 to the extent that such documents exist in reasonably accessible sources. Where information  
22 within the scope of this agreement to produce resides in a database, Google will confer with  
23 Plaintiff regarding the scope and nature of reports to be generated from this database and will  
24 produce any reports so generated in the manner contemplated in the parties’ Stipulated Order re:  
25 Discovery of Electronically Stored Information for Standard Litigation.

1 **REQUEST NO. 29:**

2 All Documents concerning the fees, revenues and/or other amounts charged and earned  
3 by Google for clicks originating from Properties on the Display Network owned and/or operated  
4 by Special Partners.

5 **RESPONSE TO REQUEST NO. 29:**

6 Google incorporates by reference its general statements made above and makes the  
7 following specific objections to this Request. Google objects to this Request to the extent it  
8 seeks information protected by the attorney-client privilege and/or work product doctrine,  
9 protected as confidential settlement communications, or otherwise protected from disclosure by  
10 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
11 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
12 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
13 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
14 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
15 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
16 documents” or phrases of similar import to mean those documents and that information that  
17 Google is able to locate using reasonable diligence and judgment and without incurring undue  
18 burden and expense. Google further objects to this Request to the extent it seeks information  
19 protected from discovery by any right to privacy or any other applicable privilege, including the  
20 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
21 contract to protect such confidential information. Google further to objects to this Request to the  
22 extent it seeks information constituting or containing information protected from disclosure by  
23 any statute, rule, or regulation. Google will produce such material or make it available for  
24 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
25 subject to the Protective Order entered in this action.

26 Subject to the foregoing objections, and without waiving them, Google will produce  
27 nonprivileged documents in its possession, custody, or control that may be identified after a  
28 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient



1 to identify the fees, revenues and/or other amounts charged and earned by Google for clicks  
2 originating from Properties on the Display Network owned and/or operated by Special Partners,  
3 to the extent that such documents exist in reasonably accessible sources. Where information  
4 within the scope of this agreement to produce resides in a database, Google will confer with  
5 Plaintiff regarding the scope and nature of reports to be generated from this database and will  
6 produce any reports so generated in the manner contemplated in the parties' Stipulated Order re:  
7 Discovery of Electronically Stored Information for Standard Litigation.

8 **REQUEST NO. 30:**

9 All Documents and/or correspondence between Google and AdWords Advertisers  
10 concerning Smart Pricing, including, without limitation, documents concerning refunds  
11 demanded by AdWords Advertisers related to Smart Pricing and/or complaints related to Smart  
12 Pricing.

13 **RESPONSE TO REQUEST NO. 30:**

14 Google incorporates by reference its general statements made above and makes the  
15 following specific objections to this Request. Google objects to this Request to the extent it  
16 seeks information protected by the attorney-client privilege and/or work product doctrine,  
17 protected as confidential settlement communications, or otherwise protected from disclosure by  
18 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
19 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
20 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
21 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
22 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
23 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
24 documents" or phrases of similar import to mean those documents and that information that  
25 Google is able to locate using reasonable diligence and judgment and without incurring undue  
26 burden and expense. Google further objects to this Request to the extent it seeks information  
27 protected from discovery by any right to privacy or any other applicable privilege, including the  
28 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to

1 contract to protect such confidential information. Google further to objects to this Request to the  
2 extent it seeks information constituting or containing information protected from disclosure by  
3 any statute, rule, or regulation. Google will produce such material or make it available for  
4 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
5 subject to the Protective Order entered in this action.

6 Subject to the foregoing objections, and without waiving them, Google will produce  
7 nonprivileged documents in its possession, custody, or control that may be identified after a  
8 reasonable search and diligent inquiry in reasonably accessible sources of information  
9 concerning Smart Pricing, to the extent that such documents exist in reasonably accessible  
10 sources. Where information within the scope of this agreement to produce resides in a database,  
11 Google will confer with Plaintiff regarding the scope and nature of reports to be generated from  
12 this database and will produce any reports so generated in the manner contemplated in the  
13 parties' Stipulated Order re: Discovery of Electronically Stored Information for Standard  
14 Litigation.

15 **REQUEST NO. 31:**

16 All Documents produced by Google in connection with the *In re Google AdWords*  
17 *Litigation*, No. 5:08-CV-3369-EJD, in the Northern District of California concerning Smart  
18 Pricing, Smart Pricing Discounts, and Smart Pricing Data.

19 **RESPONSE TO REQUEST NO. 31:**

20 Google incorporates by reference its general statements made above and makes the  
21 following specific objections to this Request. Google objects to this Request to the extent it  
22 seeks information protected by the attorney-client privilege and/or work product doctrine,  
23 protected as confidential settlement communications, or otherwise protected from disclosure by  
24 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
25 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
26 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
27 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
28 (c) fails to describe with reasonable particularity each item or category of items to be inspected

1 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
2 documents” or phrases of similar import to mean those documents and that information that  
3 Google is able to locate using reasonable diligence and judgment and without incurring undue  
4 burden and expense. Google further objects to this Request to the extent it seeks information  
5 protected from discovery by any right to privacy or any other applicable privilege, including the  
6 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
7 contract to protect such confidential information. Google further to objects to this Request to the  
8 extent it seeks information constituting or containing information protected from disclosure by  
9 any statute, rule, or regulation. Google will produce such material or make it available for  
10 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
11 subject to the Protective Order entered in this action.

12 Subject to the foregoing objections, and without waiving them, Google is willing to meet  
13 and confer with Plaintiff to narrow the scope of information that this Request seeks(a) to address  
14 the vagueness and ambiguity created by its language requesting “all documents”; (b) to limit the  
15 undue burden imposed by this Request as written; and (c) to limit this request so that it seeks  
16 only information that is relevant to a party’s claim or defense in this Action. .

17 **REQUEST NO. 32:**

18 All Documents relied upon and/or cited by Dr. Randolph Bucklin in preparation of  
19 GOOG00000101 – 165 and GOOG00000166 – 260, including, without limitation, the deposition  
20 transcripts of Courtney Bowman and Hal Varian referenced by Dr. Bucklin.

21 **RESPONSE TO REQUEST NO. 32:**

22 Google incorporates by reference its general statements made above and makes the  
23 following specific objections to this Request. Google objects to this Request to the extent it  
24 seeks information protected by the attorney-client privilege and/or work product doctrine,  
25 protected as confidential settlement communications, or otherwise protected from disclosure by  
26 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
27 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
28 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any

1 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
2 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
3 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
4 documents” or phrases of similar import to mean those documents and that information that  
5 Google is able to locate using reasonable diligence and judgment and without incurring undue  
6 burden and expense. Google further objects to this Request to the extent it seeks information  
7 protected from discovery by any right to privacy or any other applicable privilege, including the  
8 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
9 contract to protect such confidential information. Google further to objects to this Request to the  
10 extent it seeks information constituting or containing information protected from disclosure by  
11 any statute, rule, or regulation. Google will produce such material or make it available for  
12 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
13 subject to the Protective Order entered in this action.

14 Subject to the foregoing objections, and without waiving them, Google is willing to meet  
15 and confer with Plaintiff to narrow the scope of information that this Request seeks(a) to address  
16 the vagueness and ambiguity created by its language requesting “all documents”; (b) to limit the  
17 undue burden imposed by this Request as written; and (c) to limit this request so that it seeks  
18 only information that is relevant to a party’s claim or defense in this Action..

19 **REQUEST NO. 33:**

20 Un-redacted copies of all Documents (including any exhibits or attachments) filed in *the*  
21 *In re Google AdWords Litigation*, No. 5:08-CV-3369-EJD, in the Northern District of California.

22 **RESPONSE TO REQUEST NO. 33:**

23 Google incorporates by reference its general statements made above and makes the  
24 following specific objections to this Request. Google objects to this Request to the extent it  
25 seeks information protected by the attorney-client privilege and/or work product doctrine,  
26 protected as confidential settlement communications, or otherwise protected from disclosure by  
27 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
28 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,

1 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
2 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
3 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
4 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
5 documents” or phrases of similar import to mean those documents and that information that  
6 Google is able to locate using reasonable diligence and judgment and without incurring undue  
7 burden and expense. Google further objects to this Request to the extent it seeks information  
8 protected from discovery by any right to privacy or any other applicable privilege, including the  
9 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
10 contract to protect such confidential information. Google further to objects to this Request to the  
11 extent it seeks information constituting or containing information protected from disclosure by  
12 any statute, rule, or regulation. Google will produce such material or make it available for  
13 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
14 subject to the Protective Order entered in this action.

15 Subject to the foregoing objections, and without waiving them, Google is willing to meet  
16 and confer with Plaintiff to narrow the scope of information that this Request seeks(a) to address  
17 the vagueness and ambiguity created by its language requesting “all documents”; (b) to limit the  
18 undue burden imposed by this Request as written; and (c) to limit this request so that it seeks  
19 only information that is relevant to a party’s claim or defense in this Action.

20 **REQUEST NO. 34:**

21 All Documents concerning the “go/ip-history” database referred to in GOOG00004720,  
22 including, without limitation, such database.

23 **RESPONSE TO REQUEST NO. 34:**

24 Google incorporates by reference its general statements made above and makes the  
25 following specific objections to this Request. Google objects to this Request to the extent it  
26 seeks information protected by the attorney-client privilege and/or work product doctrine,  
27 protected as confidential settlement communications, or otherwise protected from disclosure by  
28 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks

1 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
2 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
3 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
4 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
5 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
6 documents” or phrases of similar import to mean those documents and that information that  
7 Google is able to locate using reasonable diligence and judgment and without incurring undue  
8 burden and expense. Google further objects to this Request to the extent it seeks information  
9 protected from discovery by any right to privacy or any other applicable privilege, including the  
10 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
11 contract to protect such confidential information. Google further to objects to this Request to the  
12 extent it seeks information constituting or containing information protected from disclosure by  
13 any statute, rule, or regulation. Google will produce such material or make it available for  
14 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
15 subject to the Protective Order entered in this action.

16 Subject to the foregoing objections, and without waiving them, Google will produce  
17 nonprivileged documents in its possession, custody, or control that may be identified after a  
18 reasonable search and diligent inquiry in reasonably accessible sources of information, sufficient  
19 to identify the IP addresses associated with particular, identified, relevant geographic locations in  
20 reasonably accessible geolocation databases. Where information within the scope of this  
21 agreement to produce resides in a database, Google will confer with Plaintiff regarding the scope  
22 and nature of reports to be generated from this database and will produce any reports so  
23 generated in the manner contemplated in the parties’ Stipulated Order re: Discovery of  
24 Electronically Stored Information for Standard Litigation.

25 **REQUEST NO. 35:**

26 All Documents concerning the “Location Extraction Server (LES)” database referred to  
27 in GOOG00004722, including, without limitation, such database.

1 **RESPONSE TO REQUEST NO. 35:**

2 Google incorporates by reference its general statements made above and makes the  
3 following specific objections to this Request. Google objects to this Request to the extent it  
4 seeks information protected by the attorney-client privilege and/or work product doctrine,  
5 protected as confidential settlement communications, or otherwise protected from disclosure by  
6 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
7 “all documents” on the grounds that it therefore (a) is overly broad, unduly burdensome,  
8 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
9 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
10 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
11 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase “all  
12 documents” or phrases of similar import to mean those documents and that information that  
13 Google is able to locate using reasonable diligence and judgment and without incurring undue  
14 burden and expense. Google further objects to this Request to the extent it seeks information  
15 protected from discovery by any right to privacy or any other applicable privilege, including the  
16 right to privacy of third parties, or by Google’s obligations under applicable law or pursuant to  
17 contract to protect such confidential information. Google further to objects to this Request to the  
18 extent it seeks information constituting or containing information protected from disclosure by  
19 any statute, rule, or regulation. Google will produce such material or make it available for  
20 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
21 subject to the Protective Order entered in this action.

22 Subject to the foregoing objections, and without waiving them, Google will meet and  
23 confer with Plaintiff regarding whether, at an appropriate stage in this Action, it may make  
24 available for inspection, subject to the terms of the Protective Order in this action as they apply  
25 to source code, source code in its possession, custody, or control that may be identified after a  
26 reasonable search and diligent inquiry in reasonably accessible sources of information that relate  
27 to the “Location Extraction Server (LES)” referred to in GOOG00004722. Google will produce  
28 nonprivileged documents that do not constitute source code in its possession, custody, or control

1 that may be identified after a reasonable search and diligent inquiry in reasonably accessible  
2 sources of information, that relate to the Location Extraction Server (LES) referred to in  
3 GOOG00004722. Where information within the scope of this agreement to produce resides in a  
4 database, Google will confer with Plaintiff regarding the scope and nature of reports to be  
5 generated from this database and will produce any reports so generated in the manner  
6 contemplated in the parties' Stipulated Order re: Discovery of Electronically Stored Information  
7 for Standard Litigation.

8 **REQUEST NO. 36:**

9 All Documents concerning all clicks identified by Plaintiff in paragraph 120 of the  
10 Complaint in possession of the "IPGeo team" as that term is used in GOOG00004720.

11 **RESPONSE TO REQUEST NO. 36:**

12 Google incorporates by reference its general statements made above and makes the  
13 following specific objections to this Request. Google objects to this Request to the extent it  
14 seeks information protected by the attorney-client privilege and/or work product doctrine,  
15 protected as confidential settlement communications, or otherwise protected from disclosure by  
16 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
17 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
18 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
19 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
20 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
21 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
22 documents" or phrases of similar import to mean those documents and that information that  
23 Google is able to locate using reasonable diligence and judgment and without incurring undue  
24 burden and expense. Google further objects to this Request to the extent it seeks information  
25 protected from discovery by any right to privacy or any other applicable privilege, including the  
26 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
27 contract to protect such confidential information. Google further to objects to this Request to the  
28 extent it seeks information constituting or containing information protected from disclosure by



1 any statute, rule, or regulation. Google will produce such material or make it available for  
2 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
3 subject to the Protective Order entered in this action.

4 Subject to the foregoing objections, and without waiving them, Google will produce  
5 nonprivileged documents in its possession, custody, or control that may be identified after a  
6 reasonable search and diligent inquiry in reasonably accessible sources of information,  
7 comprising the information reasonably accessible to Google related to clicks identified by  
8 Plaintiff in paragraph 120 of the Complaint. Where information within the scope of this  
9 agreement to produce resides in a database, Google will confer with Plaintiff regarding the scope  
10 and nature of reports to be generated from this database and will produce any reports so  
11 generated in the manner contemplated in the parties' Stipulated Order re: Discovery of  
12 Electronically Stored Information for Standard Litigation.

13 **REQUEST NO. 37:**

14 All Documents identifying all clicks originating from a physical location outside the  
15 location selected by the AdWords Advertiser on the Location Targeting Settings Screen at the  
16 time of the click and all Location Targeting Data for each such click.

17 **RESPONSE TO REQUEST NO. 37:**

18 Google incorporates by reference its general statements made above and makes the  
19 following specific objections to this Request. Google objects to this Request to the extent it  
20 seeks information protected by the attorney-client privilege and/or work product doctrine,  
21 protected as confidential settlement communications, or otherwise protected from disclosure by  
22 any other privileges, laws, or rules. Google further objects to the extent that this Request seeks  
23 "all documents" on the grounds that it therefore (a) is overly broad, unduly burdensome,  
24 ambiguous, and vague, (b) seeks information neither relevant to any claim or defense of any  
25 party in this action nor reasonably calculated to lead to the discovery of admissible evidence, and  
26 (c) fails to describe with reasonable particularity each item or category of items to be inspected  
27 and/or produced as required by Fed. R. Civ. Pro. 34(b)(1)(A). Google interprets the phrase "all  
28 documents" or phrases of similar import to mean those documents and that information that

1 Google is able to locate using reasonable diligence and judgment and without incurring undue  
2 burden and expense. Google further objects to this Request to the extent it seeks information  
3 protected from discovery by any right to privacy or any other applicable privilege, including the  
4 right to privacy of third parties, or by Google's obligations under applicable law or pursuant to  
5 contract to protect such confidential information. Google further to objects to this Request to the  
6 extent it seeks information constituting or containing information protected from disclosure by  
7 any statute, rule, or regulation. Google will produce such material or make it available for  
8 inspection in response only to the extent it can do so consistent with its legal obligations and/or  
9 subject to the Protective Order entered in this action.

10 Subject to the foregoing objections, and without waiving them, Google will produce  
11 nonprivileged documents in its possession, custody, or control that may be identified after a  
12 reasonable search and diligent inquiry in reasonably accessible sources of information, that relate  
13 to the identification of clicks that users understood to originate outside the location selected by  
14 the AdWords Advertiser on the Location Targeting Settings Screen at the time of the click and  
15 all Location Targeting Data for each such click, to the extent that such documents exist in  
16 reasonably accessible sources. Where information within the scope of this agreement to produce  
17 resides in a database, Google will confer with Plaintiff regarding the scope and nature of reports  
18 to be generated from this database and will produce any reports so generated in the manner  
19 contemplated in the parties' Stipulated Order re: Discovery of Electronically Stored Information  
20 for Standard Litigation.

21 Dated: June 10, 2013

MAYER BROWN LLP

BY: /s/ Eric B. Evans  
Eric B. Evans

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8 *Attorneys for Defendant Google Inc.*

9 **UNITED STATES DISTRICT COURT**  
10 **NORTHERN DISTRICT OF CALIFORNIA**  
11 **SAN JOSE DIVISION**

12 RICKS WOODS, Individually and On Behalf  
13 of All Others Similarly Situated,

14 Plaintiff,

15 v.

16 GOOGLE INC.,  
17

18 Defendant.

Case No. 11-cv-1263-EJD

**PROOF OF SERVICE**

**PROOF OF SERVICE**

I, Sonya Holloway, declare that I am over the age of eighteen years and not a party to this action. I am employed in Santa Clara County, California. My business address is Mayer Brown LLP, Two Palo Alto Square, Suite 300, Palo Alto, California 94306-2112. On June 10, 2013, I served the foregoing documents described as:

**GOOGLE INC.'S OBJECTIONS AND RESPONSES TO PLAINTIFF'S SECOND SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS**

**PROOF OF SERVICE**

|                                     |   |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Palo Alto, California addressed as set forth below. |
| <input type="checkbox"/>            | by placing the document(s) listed above in a sealed envelope and affixing a pre-paid air bill, and causing the envelope to be delivered to an agent for Overnight delivery.       |
| <input type="checkbox"/>            | by causing to be transmitted by email the document(s) listed above to the addressee(s) at the email address(es) listed below.   |
| <input type="checkbox"/>            | by telefaxing a copy thereof to the following individual(s) at the following facsimile number(s):   |

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Erik D. Peterson, Esq.  
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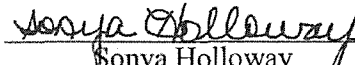
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16 Facsimile: 903-645-4415  
17 Email: [drewpate@nixlawfirm.com](mailto:drewpate@nixlawfirm.com)

18 I declare under penalty of perjury under the laws of the State of California that the  
19 foregoing is true and correct. I declare that I am employed in the office of a member of the bar  
20 of this court at whose direction the service was made.

21 Dated this 10th day of June, 2013 at Palo Alto, California.

22   
23 Sonya Holloway  
24  
25  
26  
27  
28